

PANISH SHEA BOYLE RAVIPUDI LLP

BRIAN J. PANISH, NV Bar No. 16123

panish@psbr.law

RAHUL RAVIPUDI, NV Bar No. 14750

rravipudi@psbr.law

IAN SAMSON, NV Bar No. 15089

isamson@psbr.law

300 S. Fourth Street, Suite 710

Las Vegas, Nevada 89101

Telephone: 702.560.5520

-and-

HAGENS BERMAN SOBOL SHAPIRO LLP

Steve W. Berman, Esq. (*pro hac vice*)

steve@hbsslaw.com

Ted Wojcik, Esq. (*pro hac vice*)

tedw@hbsslaw.com

Stephanie A. Verdoia, Esq. (*pro hac vice*)

stephaniev@hbsslaw.com

1301 Second Avenue, Suite 2000

Seattle, WA 98101

(P) (206) 623-7292 (F) (206) 623-0594

-and-

Rio S. Pierce, Esq. (*pro hac vice*)

riop@hbsslaw.com

Abby R. Wolf, Esq.

abbyw@hbsslaw.com

715 Hearst Ave, Suite 300

Berkley, CA 94710

(P) (206) 623-7292 (F) (206) 623-0594

Counsel for Plaintiffs and the Putative Class

**UNITED STATES DISTRICT COURT
DISTRICT OF NEVADA**

RICHARD GIBSON and ROBERTO
MANZO,

Plaintiffs,

v.

CENDYN GROUP, LLC, THE
RAINMAKER GROUP UNLIMITED, INC.,
CAESARS ENTERTAINMENT INC.,
TREASURE ISLAND, LLC, WYNN
RESORTS HOLDINGS, LLC,
BLACKSTONE, INC., BLACKSTONE

Case No. 2:23-cv-00140-MMD-DJA

**FIRST AMENDED CLASS ACTION
COMPLAINT**

JURY TRIAL DEMANDED

1 REAL ESTATE PARTNERS VII L.P., JC
2 HOSPITALITY, LLC,
3 Defendants.
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1 Plaintiffs Richard Gibson and Roberto Manzo bring this action on behalf of themselves
 2 individually and on behalf of a class consisting of all persons who rented hotel rooms on the Las
 3 Vegas Strip¹ in Las Vegas, Nevada (hereinafter “the Las Vegas Strip Hotel Market”) directly
 4 from a defendant beginning at least as early as January 24, 2019 through the present. Plaintiffs
 5 bring this action for treble damages and injunctive relief under Section 1 of the Sherman Act.
 6 Plaintiffs demand a trial by jury.

7 In response to this Court’s order dismissing the complaint without prejudice, Plaintiffs
 8 have amended the complaint to, among other things:

- 9 • add detailed allegations setting forth the chronology of Rainmaker usage on the Las
 10 Vegas Strip, including Rainmaker’s introduction in 2001, its steady acquisition of
 11 hotel operators as customers (including the acquisition of “nearly every” casino-hotel
 12 on the Strip as a customer by 2010), and the development of its specific products—
 13 including GuestRev, GroupRev, and RevCaster—over time.
- 14 • add allegations establishing each casino-hotel Defendant’s (hereafter “Operator
 15 Defendants”) usage of Rainmaker’s revenue management platform over time,
 16 including, among other things, (1) statements from Rainmaker and Rainmaker-
 17 affiliated industry publications—in press releases, in industry publications, and on
 18 Rainmaker and Cendyn’s own websites—identifying Operator Defendants as users,
 19 *see* Appendices A & B²; and (2) Operator Defendants’ statements about their use of
 20 Rainmaker’s products.
- 21 • add detailed allegations regarding the functionality of Rainmaker’s revenue
 22 management platform, including, among other things, GuestRev’s direct integration
 23 with users’ property management systems, its pricing recommendation process, its
 24

25 ¹ As explained more below, The Las Vegas Strip (as used here) is the four-mile stretch in the
 26 unincorporated towns immediately south of the City of Las Vegas.

27 ² As discussed in more detail below, Appendix A compiles Rainmaker’s, and later Cendyn’s,
 28 customer lists as published in “Gaming & Leisure” magazine, an industry trade publication,
 between 2015 and 2021. Appendix B compiles customer lists available on Rainmaker’s, and later
 Cendyn’s, website between 2011 and the present.

- 1 use of competitor rates to help drive the pricing recommendations it sets, and its
- 2 encouragement that users automatically accept recommended rates;
- 3 • add allegations documenting the anticompetitive effects of Rainmaker’s revenue
- 4 management platform, including preliminary economic analysis showing that
- 5 Operator Defendants increased their prices more than non-Rainmaker users on the
- 6 Las Vegas Strip;
- 7 • add allegations documenting the “who” of the conspiracy, including (where available)
- 8 the specific employees at each Operator Defendant involved in using Rainmaker’s
- 9 revenue management platform;
- 10 • add allegations documenting the many opportunities Rainmaker (and later Cendyn)
- 11 and Operator Defendants had to conspire, including Rainmaker conferences at which
- 12 Rainmaker employees encouraged “revenue management discipline,” as well
- 13 numerous industry events and conferences over the years—many of which were
- 14 sponsored by Rainmaker (and later Cendyn) and attended by Operator Defendants’
- 15 employees;
- 16 • explain in detail why Operator Defendants’ collective use of Rainmaker’s revenue
- 17 management platform, and their acceptance of Rainmaker’s/Cendyn’s pricing
- 18 recommendations at an advertised rate of approximately 90%, constitutes an
- 19 actionable conspiracy, including detail regarding the Department of Justice’s recent
- 20 statement of interest regarding a similar alleged conspiracy in the multifamily
- 21 housing industry involving similar software also developed by Rainmaker; and
- 22 • add a separate claim, in the alternative, that Defendants’ usage of Rainmaker is
- 23 actionable as a set of vertical agreements that have produced anticompetitive effects,
- 24 both in isolation and in the market as a whole.

I. NATURE OF THE ACTION

1. Plaintiffs Richard Gibson and Roberto Manzo challenge an unlawful agreement among Defendants to artificially inflate the prices of hotel rooms on the Las Vegas Strip above competitive levels.

1 2. Defendant Hotel Operators (“Operator Defendants”) on the Las Vegas Strip have
2 replaced their independent pricing and supply decisions with a shared revenue management
3 system for setting prices that has allowed them to stabilize or to collect supracompetitive prices
4 for their hotel rooms.³ Operator Defendants’ collective adoption of this revenue management
5 system—knowing that other hotels (and one another) were also doing so—and knowing
6 delegation of pricing to a third party constitutes an unlawful combination or conspiracy under
7 antitrust law.

8 3. This shared revenue management system was created and administered by the
9 Rainmaker Group (“Rainmaker”) and is now administered by Cendyn, which acquired
10 Rainmaker in 2019.⁴ Rainmaker first introduced its revenue management system in 2001. Before
11 Rainmaker’s introduction, hotel casinos focused on maximizing occupancy—as would be
12 expected in a competitive market—particularly because guests were expected to generate other
13 sources of revenue through gaming. Rainmaker broke from this longstanding dynamic: its
14 revenue management system is specifically intended to collectively raise profits for hotel
15 operators while discouraging them from maximizing hotel room occupancy (i.e., supply).

16 4. Rainmaker has repeatedly emphasized publicly that use of its platform would
17 raise prices above those charged in a market without its platform. Tammy Farley, one of
18 Rainmaker’s two co-founders, stated at a 2011 Rainmaker Users Conference hosted at The
19 Cosmopolitan of Las Vegas that the first step in implementing “revenue management discipline”
20 was to “shift your focus from occupancy and rate to profitability.” Dan Skodol, Vice President of
21 Revenue Analytics at Rainmaker (and later Vice President of Data Science and Analytics at
22

23 ³ Defendant Hotel Operators are Caesars Entertainment, Inc., Treasure Island, LLC, Wynn
24 Resorts Holdings, LLC, Blackstone, Inc., Blackstone Real Estate Partners VII L.P., and JC
Hospitality, LLC.

25 ⁴ Rainmaker Group is the company that has provided the hotel operators described in this
26 complaint with the revenue management system for setting prices. Cendyn is a private company
27 that provides technology for the hospitality industry. Cendyn acquired Rainmaker in August
28 2019 and has substantially continued its business of providing the revenue management system
at issue with many of the same employees. Collectively herein, the entities offering products to
hotel operators are referred to as “Rainmaker.”

1 Cendyn), has stated that “revenue managers must recognize the ultimate goal is not chasing after
2 occupancy growth, but instead maximizing profits across all revenue streams.” Rainmaker’s
3 onetime Chief Strategy Officer, Amar Duggasani, has echoed this sentiment, stating, “[i]nstead
4 of optimizing for revenue, a hotel needs to optimize for profit.”

5 5. Rainmaker’s growth on the Las Vegas Strip was rapid, and its hold on Operator
6 Defendants has been enduring. Reporting indicates that, by 2010, Rainmaker had enlisted
7 “nearly every” property on the Vegas Strip except The Venetian as a client. In an interview that
8 year, Bruce Barfield, a co-founder of Rainmaker, identified “Harrah’s Entertainment, Caesar’s
9 Entertainment, Wynn Las Vegas, MGM...and the Hard Rock Hotel & Casino” as customers of
10 Rainmaker on the Las Vegas Strip, and described the pre-Rainmaker status quo as “analogous to
11 flying the space shuttle with a compass.” He added: “There are too many moving parts, and
12 things are happening too fast. [Vegas casinos] were leaving tons of revenue on the table.”
13 Confidential Witness 1 (“CW 1”), a former Rainmaker executive, estimated that Rainmaker
14 products are used by 90% of the hotels on the Las Vegas Strip. Confidential Witness 2 (“CW
15 2”), a former Rainmaker employee, recalled a colleague saying, “We’re just about in every hotel
16 on the Strip.” As discussed below, Rainmaker remains widely used today.

17 6. The core of Rainmaker’s revenue management platform is GuestRev, a pricing
18 algorithm for generating prices for individual hotel rooms. GuestRev is directly integrated with
19 hotel operators’ property management systems (often called a “PMS”). Each hotel operator
20 provides GuestRev with granular pricing and occupancy data on a continuous basis. GuestRev
21 then generates pricing recommendations on an at-least daily basis. These pricing
22 recommendations are directly integrated with a property management system so that they can be
23 implemented with ease. Users simply click a single button to upload GuestRev’s recommended
24 prices into the hotel’s PMS, where they then become the prices that the hotel charges guests.
25 Users can also set GuestRev on “autopilot,” such that its prices are directly uploaded into the
26 hotel’s PMS without any human review.

27 7. Rainmaker, and later Cendyn, have specifically and consistently marketed
28 GuestRev as a way of automating the pricing process, selling GuestRev as a mechanism for hotel

1 operators to delegate their pricing decisions to the algorithm and in turn increase their profits. In
2 a 2022 marketing flyer, Cendyn touted that “Guestrev combines both science and rules-based
3 automation with the right level of control that revenue managers crave. With the unwavering
4 accuracy of our algorithms, Guestrev gives you the confidence to provide personalized pricing
5 for every guest. Start your day with certainty and reduce the amount of manual time and effort it
6 takes to deploy a total revenue optimization solution and adapt your strategy in real time with
7 Guestrev.” Consistent with the automation that GuestRev provides, Cendyn has repeatedly
8 touted on its website and in marketing materials that GuestRev’s pricing recommendations are
9 accepted 90% of the time.

10 8. While GuestRev users may, if they choose, “override” GuestRev’s pricing
11 recommendations, Rainmaker specifically cautions in tutorial videos that users should generally
12 choose to “override the demand” (i.e., provide a different estimate of demand than that
13 calculated by GuestRev) rather than override the pricing recommendations. CW 1 explained how
14 Rainmaker regularly worked with users to convince them not to override Rainmaker’s pricing
15 recommendations and set lower prices, giving an example in which a revenue manager at a Las
16 Vegas hotel “went in 90 days prior to a big event period and overrode” Rainmaker’s pricing
17 recommendations in order to lower prices. Subsequently, competitor properties were able to
18 capture higher revenues because they had not lowered prices. CW 1 stated that Rainmaker
19 engaged in a “never-ending battle” to convince clients not to override its pricing
20 recommendations, with Rainmaker showing users “the proof, showing examples” of missing out
21 on revenue and “trying to convince people that they were letting their emotions play into things.”
22 As shown on Rainmaker’s website, in order to override a GuestRev pricing recommendation, a
23 user must have specific override permissions:

24
25 **Alert**

26 In order to override a recommendation, you must have override permissions.
27
28

9. Defendant Hotel Operators have praised Rainmaker’s revenue management platform. Andrew Pascal, President of Wynn Las Vegas, stated that “Wynn Las Vegas believes strongly in revenue management...The Rainmaker Group was clearly the best choice to support us with our efforts. Their solutions are extremely effective at boosting revenue for clients.” In a promotional video posted by Rainmaker Group, Yuliya Aleinikava, then Vice President of Revenue Management at Caesars Entertainment, emphasized the importance that Caesars placed on Rainmaker, explaining: “They understand that we rely a lot on their system and information that the system produces to make business decisions.”



10. In 2015, Rainmaker made two significant additions to its revenue management platform. **First**, Rainmaker acquired the company Revcaster, which collected competitor pricing information on an automated basis from publicly available sources. According to Rainmaker’s Chief Strategy Officer, Amar Duggasani, there were “no other hotel revenue management solutions that provide a market intelligence and competitor rate shopping solution” at the time of the acquisition. Daniel Wise, President of Revcaster, confirmed that customers using Revcaster “know rates and availability at all properties in their market” and also their “average position against the competition.”

11. Critically, Revcaster’s competitor rate information was directly integrated into GuestRev, which generates pricing recommendations based, in part, on competitor rates. Indeed,

1 Rainmaker specifically touted this functionality. As Rainmaker explained in a 2015 press
2 release:

3 The Revcaster market analytics solution, including competitive rate
4 shopping and its first version of complementary functionality and
5 workflow with GuestREV, will help hoteliers improve their market
6 channel management and competitive pricing for better decision
7 making. Rainmaker provides the only revenue management solution
8 suite that has an integrated price comparison component for helping
9 hoteliers maximize ADR and drive higher profits.

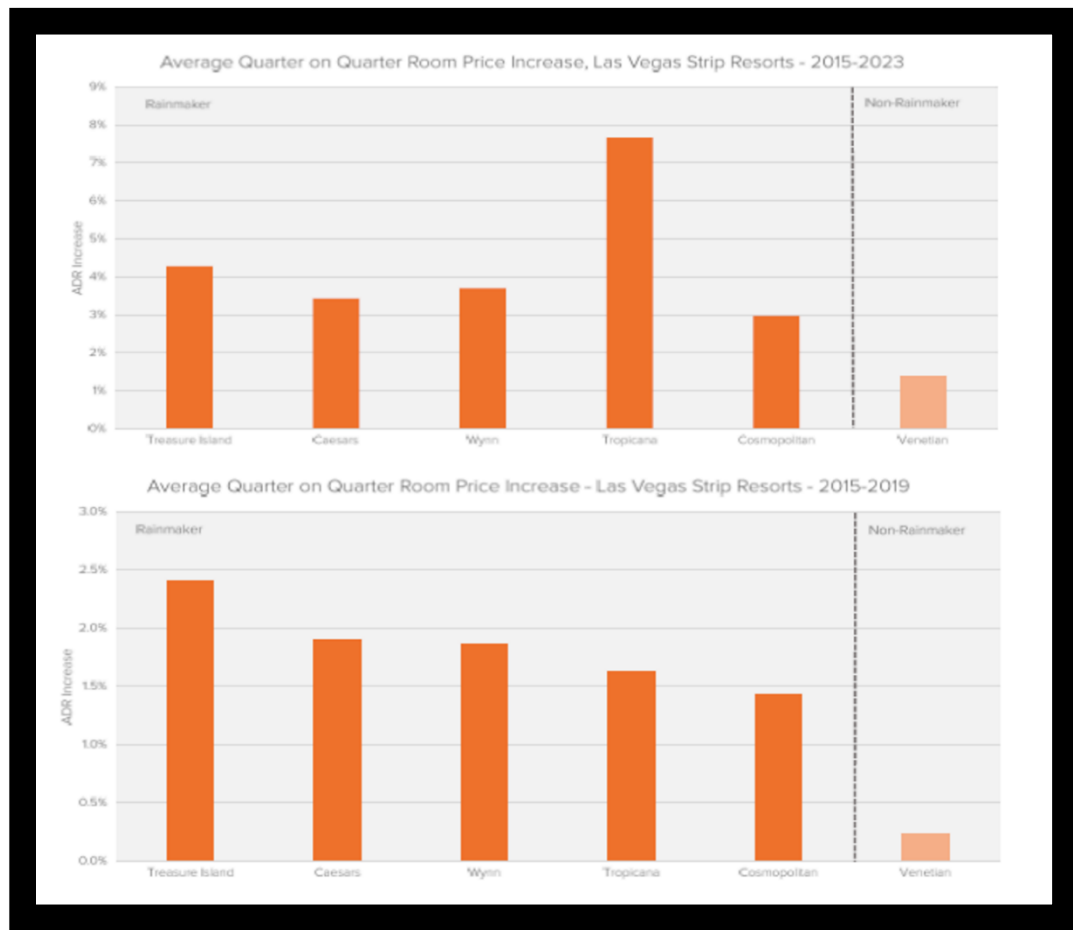
10 12. As set forth in detail below, GuestRev continues to use competitor rates in setting
11 pricing recommendations. This is facially anticompetitive, because it means that competitors—
12 Operator Defendants—have delegated pricing authority to a central third party instead of acting
13 independently, as one would in a competitive market. This third party then acts as a centralized
14 hub, generating pricing recommendations for the purpose of maximizing profits *that are driven*
15 *by competitor pricing*.

16 13. **Second**, Rainmaker introduced GroupRev, a pricing algorithm specifically
17 tailored for quoting custom rates for group travel, and introduced it to the Las Vegas market in
18 2015. Rainmaker explained that GroupRev “compiles all the data from multiples sources, from
19 multiples locations,” “automat[es] the group pricing process,” and “delivers a total group
20 revenue lift in the range of 5-10%”—thus allowing revenue managers to say “goodbye gut” and
21 “hello science.” At a March 2015 Rainmaker Hospitality Client Summit, Pavan Kapur, then Vice
22 President of Revenue Optimization of Caesar’s, stated: “A big goal of our organization is to align
23 revenue management with sales. I am particularly impressed with GroupREV as a tool to
24 accomplish that.”

25 14. Publicly available information, documented in detail below, confirms that each
26 Operator Defendant used Rainmaker’s revenue management platform beginning in at least 2015
27 and into the class period. The integration of (1) competitor rates and (2) specifically-designed
28 pricing recommendations for group business into Rainmaker’s platform produced significant
anticompetitive effects in the form of inflated prices for hotel rooms from Defendant Operators

starting in 2015, as Rainmaker has replaced operators' independent decision making with its own decision-making platform.

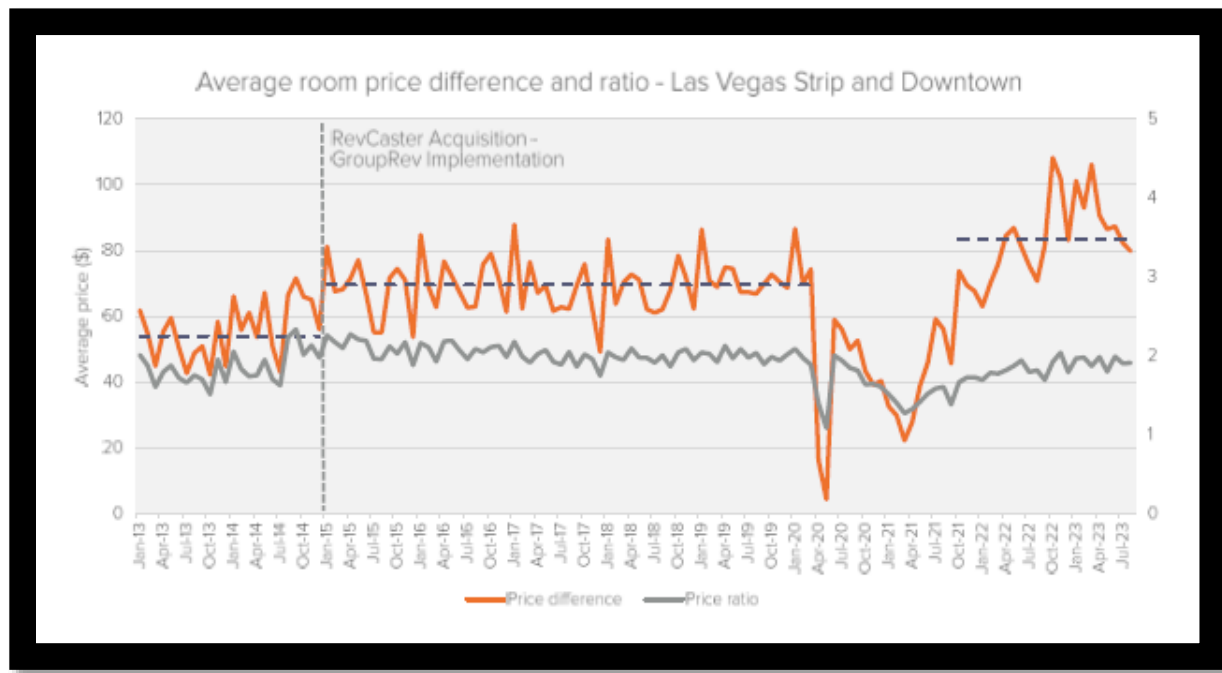
15. Preliminary economic analysis illustrates this. Specifically, the prices of Defendant Operators' rooms, i.e., the rooms of those who used Rainmaker's revenue management system, rose significantly faster from 2015 through 2023 than that of a non-Defendant, The Venetian, a hotel on the Las Vegas Strip that has never used Rainmaker's revenue management system.⁵ This pattern is consistent both pre-and post-Covid, with price inflation (as compared to The Venetian) occurring in both the 2015-2019 and 2015-2023 periods⁶:



⁵ As discussed in more detail below, The Venetian has long used a revenue management system provided by a separate company, IDEaS.

⁶ Plaintiffs have not located reliable data for prices for Operator Defendant Hard Rock International Hotel & Casino. Data for The Cosmopolitan only extends to the second quarter of 2022, after which time it was acquired by the MGM Group.

1 16. The anticompetitive effects of Operator Defendants' Rainmaker use can also be
 2 seen, beginning in approximately 2015, in the notable inflation of Las Vegas Strip prices as
 3 compared to prices in downtown Las Vegas.⁷ As seen in the below chart, starting in 2015, there
 4 was a clear and significant increase in the price difference between rooms sold on the Las Vegas
 5 Strip and rooms sold in downtown Las Vegas. Once again, this price inflation occurred both pre
 6 and post-Covid:



16

17

18 17. These anticompetitive effects, which stem from Operator Defendants' shared
 19 usage of Rainmaker's revenue management system, are predictable. Academics and government
 20 regulators have widely recognized that competitors' common usage of a third-party algorithm is
 21 likely to lead to supracompetitive and unlawful prices, and that would-be competitors' delegation
 22 of price-setting to a common pricing scheme—rather than independent, competitive decision-
 23 making—will increase prices above competitive levels. As discussed more below, academics
 24

25

26 ⁷ As discussed below, the Las Vegas Strip is commonly recognized as a distinct market,
 27 separate from both the Las Vegas area generally and downtown Las Vegas. The Las Vegas
 28 Convention and Visitors Authority, for example, maintains detailed statistics on average daily
 room rate and RevPAR broken out separately for the "Las Vegas Area," the "Las Vegas Strip,"
 and "Downtown Vegas."

1 have widely documented, in both theoretical literature and empirical studies, that use of pricing
2 algorithms by competitors in a market leads to elevated prices which in turn harm consumers.

3 18. Indeed, government regulators have described in detail the concerns raised by the
4 type of algorithmic pricing alleged here. Maureen Ohlhausen, when serving as acting
5 Chairperson of the Federal Trade Commission, described how industry-wide usage of a shared
6 algorithm is precisely the type of agreement prohibited by antitrust law: “Imagine a group of
7 competitors sub-contracting their pricing decisions to a common, outside agent that provides
8 algorithmic pricing services. Each firm communicates its pricing strategy to the vendor, and the
9 vendor then programs its algorithm to reflect the firm’s pricing strategy. But because the same
10 outside vendor now has confidential price strategy information from multiple competitors, it can
11 program its algorithm to maximize industry-wide pricing. In effect, the firms themselves don’t
12 directly share their pricing strategies, but that information still ends up in common hands, and
13 that shared information is then used to maximize market-wide prices. Again, this is fairly
14 familiar territory for antitrust lawyers, and we even have an old-fashioned term for it, the hub-
15 and-spoke conspiracy.”

16 19. Defendants have engaged in this kind of hub-and-spoke conspiracy. Each
17 Operator Defendant, acting as a spoke, has provided current, non-public room pricing and
18 occupancy data to Rainmaker’s revenue management platform on a continuous basis. The
19 Rainmaker platform then acts as the hub. Its pricing algorithm continuously processes and
20 analyzes the information provided by each hotel operator, then uses it to generate room rates—
21 designed to maximize profit—for each Operator Defendant to charge guests. Further, the pricing
22 algorithm at the hub of the conspiracy utilizes machine learning. In practical terms, this means
23 that it continuously trains itself on the collective data provided by each operator and, over time,
24 steadily improves the profit-optimization recommendations that it in turn provides to each
25 operator.

26 20. Consistent with this, one former data scientist at Rainmaker (and later Cendyn)
27 has opined that “[t]he most effective and reliable revenue management system is one that
28 constantly and relentlessly crunches numbers to ensure that the segmentation is always optimal.

1 As time goes by and more historical data are available, the segmentation becomes even more
2 precise as the revenue management system finds new patterns and refines existing ones. *And all*
3 *this is done based on data, flawlessly and dynamically, without human intervention or*
4 *guesswork.*” Another 2019 publication, a “guide to hospitality revenue management” party
5 “underwritten” by Rainmaker, even advises its users:

6 AI-powered solutions sometimes produce pricing decisions that
7 revenue managers may view as overly aggressive, irrational, or just
8 plain wrong. Therein lies the power of big data and machine learning
9 compared to the data processing and analytical capabilities of mere
10 mortals. *Even the most experienced revenue managers report that*
11 *they have sold rates recommended by AI-enabled solutions that they*
12 *would not have published in the past.*

13 21. Rainmaker specifically marketed its revenue management platform to participants
14 based in large part on the fact that others, including Operator Defendants, used the platform.
15 Confidential Witness 4 (“CW 4”), who worked at Operator Defendant Hard Rock between 2014
16 and 2022, recalled that Rainmaker “promoted the fact that they worked with other properties” in
17 Las Vegas and that “it was known that Rainmaker had other clients in Las Vegas and shared that
18 they acquired other clients.” CW 4 further confirmed that “we were aware that Rainmaker was
19 also installed and implemented at other properties.” And for years—as far back as 2010—
20 Rainmaker (and later Cendyn) have prominently advertised client lists in industry publications
21 and on their websites. *See* Appendices A and B.

22 22. Rainmaker also specifically promoted collective adherence to the platform’s
23 pricing recommendations and “discipline” in revenue management, appearing at scores of
24 industry conferences (including its own user conference) over the years. Among other things,
25 Rainmaker employees have advocated that clients should “avoid the infamous ‘race to the
26 bottom’ when competition inevitably becomes fierce within a market.” At other industry events,
27 Rainmaker employees advised hotel operators on how to “implement a revenue management
28 discipline” and marketed case studies aimed at “help[ing] hoteliers see the importance of a
disciplined group revenue solution.”

23. Also noteworthy is similar pending litigation against residential landlords, as well as a company called RealPage, for using RealPage’s algorithm to set rent prices.⁸ Critically, one of the central algorithms in that case, “LRO,” was developed by the Rainmaker Group and sold to RealPage (its current owner) for \$300 million in 2017. As the Department of Justice explained in a recent statement of interest filed in that case, “[i]t is per se unlawful when...competitors knowingly combine their sensitive, nonpublic pricing and supply information in an algorithm that they rely upon in making pricing decisions, with the knowledge and expectation that other competitors will do the same.” This is what has occurred here. Indeed, the Department of Justice emphasizes:

As technology has evolved, so too have methods of price fixing. In 1890, a price-fixing conspiracy might have manifested with a formal handshake in a clandestine meeting. The proliferation of fax machines, emails, text messages, and inter-company chat platforms has presented new means of unlawfully acting in concert oceans away. While these methods might have been unimaginable to the robber barons whose conduct necessitated and inspired the Sherman Act, under Section 1, “the machinery employed by a combination for price-fixing is immaterial.” *Section 1 applies to collaborations that eliminate independent decisionmaking—however they have been brought about.*

24. Further, while Operator Defendants’ common usage of Rainmaker’s products—and commensurate parallel pricing patterns, with their pricing moving in sync over a significant period of time—is itself sufficient evidence from which to infer a conspiracy, there is also overwhelming evidence of so-called “plus factors” that render the market here susceptible to effective collusion. These include (1) a market structure susceptible to collusion; (2) extensive opportunities to conspire, including scores of industry conferences at which Rainmaker (and later Cendyn) employees played a prominent role; and (3) a motive to conspire—specifically, financial setbacks to the Las Vegas Strip market in the wake of the Great Recession, which gave Operator Defendants a common reason to inflate prices and boost profitability.

⁸ As discussed in more detail below, RealPage—like Rainmaker—recommends prices that landlords are alleged to accept “80-90%” of the time.

1 Bally's, Caesars Palace, The Cromwell Hotel and Casino, Flamingo Las Vegas, Harrah's Las
 2 Vegas, The Linq Hotel and Casino, Paris Las Vegas, Planet Hollywood Resort and Casino.
 3 Caesars Entertainment is one of Cendyn's clients and uses its revenue management software.

4 31. Defendant Hotel Operator Treasure Island, LLC, ("Treasure Island") is a
 5 Delaware limited liability company headquartered in Las Vegas, Nevada. Treasure Island rents
 6 hotel rooms in Las Vegas, Nevada at Treasure Island Hotel and Casino. Treasure Island is one of
 7 Cendyn's clients and uses its revenue management software.

8 32. Defendant Hotel Operator Wynn Resorts Holdings, LLC, ("Wynn") is a Nevada
 9 limited liability company headquartered in Las Vegas, Nevada. Wynn rents hotel rooms in Las
 10 Vegas, Nevada at multiple hotel properties. Wynn operates the Wynn Las Vegas and Encore
 11 Wynn Las Vegas. Wynn is one of Cendyn's clients and uses its revenue management software.

12 33. Defendant Blackstone Inc. is a Delaware Corporation headquartered in New
 13 York, New York. Effective July 1, 2019, Blackstone Inc. converted from a Delaware limited
 14 partnership to a Delaware corporation. Blackstone was formed as a Delaware limited partnership
 15 on March 12, 2007. Blackstone Inc. acted as the manager for Defendant Blackstone Real Estate
 16 Partners VII L.P., a Delaware foreign limited partnership that operates as a real estate debt
 17 investment fund. Defendant Blackstone Inc., and Defendant Blackstone Real Estate Partners VII
 18 L.P. are collectively referred to hereinafter as 'Blackstone.' Blackstone operated The
 19 Cosmopolitan of Las Vegas ("The Cosmopolitan") from 2014 to 2022. In its capacity as the
 20 operator of The Cosmopolitan, Blackstone "implemented significant operational changes and
 21 invested over \$500 million into the property."⁹ In its capacity as The Cosmopolitan's investment
 22 manager and operator, Blackstone controlled the strategic operation and decisions of the assets it
 23 owns and focused on implementing "operational efficiencies."¹⁰ During Blackstone's control and
 24

25 ⁹ *Blackstone Announces Sales of the Cosmopolitan of Las Vegas*, Blackstone (Sept. 27,
 26 2021), [https://www.blackstone.com/news/press/blackstone-announces-sale-of-the-cosmopolitan-](https://www.blackstone.com/news/press/blackstone-announces-sale-of-the-cosmopolitan-of-las-vegas/)
 27 [of-las-vegas/](https://www.blackstone.com/news/press/blackstone-announces-sale-of-the-cosmopolitan-of-las-vegas/).

28 ¹⁰ *See An Inside Look at Blackstone Core+ Real Estate: The Cosmopolitan of Las Vegas*,
 YouTube (Dec. 18, 2018), <https://www.youtube.com/watch?v=fLWKIFb7Twc>.

1 operation of The Cosmopolitan, the hotel was engaged in an agreement with Rainmaker to use
2 Guestrev and Grouprev products.¹¹

3 34. Defendant Hotel Operator JC Hospitality LLC, (“JC Hospitality”) is a Delaware
4 limited liability company headquartered in Las Vegas, Nevada. JC Hospitality owns and operates
5 Virgin Hotels Las Vegas, LLC (“Virgin Hotel”). Virgin Hotel operated as the Hard Rock Hotel
6 & Casino Las Vegas from 2019 to 2020 and operated as Virgin Hotels Las Vegas from 2021 to
7 the present. JC Hospitality bought the Hard Rock Hotel & Casino Las Vegas in April 2018. In its
8 capacity as operator of the Hard Rock Hotel & Casino Las Vegas, JC Hospitality was one of
9 Cendyn’s clients during a portion of the class period and used its revenue management software.

10 35. Co-conspirator Hotel Operator Las Vegas Resort Holdings, LLC (“Sahara Las
11 Vegas”) is a Delaware foreign limited liability company headquartered in Carson City, Nevada.
12 During the relevant time period, Sahara Las Vegas rented hotel rooms in Las Vegas, Nevada at
13 the Sahara Las Vegas hotel. Sahara Las Vegas is one of Cendyn’s clients and uses its revenue
14 management software.

15 36. Co-conspirator Tropicana Las Vegas Hotel and Casino, Inc. (“Tropicana”), is a
16 Delaware corporation headquartered in Las Vegas, Nevada. During the relevant time period,
17 Tropicana rented hotel rooms in Las Vegas, Nevada at the Tropicana hotel. Tropicana is one of
18 Cendyn’s clients and uses its revenue management software.

19 37. Co-conspirator MGM Resorts International (“MGM”) is a Delaware corporation
20 headquartered in Las Vegas, Nevada. During the relevant time period, MGM rented hotel rooms
21 in Las Vegas, Nevada at multiple hotel properties. MGM operates The Cosmopolitan, the
22 Bellagio, VDARA at Aria, Aria, Park MGM, New York-New Rok, MGM Grand, Excalibur,
23 Luxor, Mandalay Bay, and the Four Seasons Hotel. MGM previously operated the Mirage until
24

25 ¹¹ *Cosmopolitan of Las Vegas success story*, CENDYN, (June 11, 2019),
26 <https://www.cendyn.com/customer-stories/cosmopolitan-las-vegas-success-story-rainmaker/> (last
27 visited Jan. 23, 2023); *Revenue Cloud success story: Cosmopolitan of Las Vegas*,
28 YOUTUBE.COM, (Nov. 14, 2019), <https://www.youtube.com/watch?v=c7kFaYqlzi4> (last visited
Nov. 26, 2023).

1 December 2022. MGM was previously a Rainmaker client and used its revenue management
2 software.

3 38. Co-conspirators John Does 1-100 are those hotel operators and/or owners who are
4 Rainmaker's clients in the Las Vegas Strip market and have used GuestRev and GroupRev
5 revenue management software. Discovery will reveal the identities of these entities, which are
6 not known to Plaintiffs.

7 39. Defendants' officers, directors, agents, employees, or representatives engaged in
8 the conduct alleged in this Complaint in the usual management, direction or control of
9 Defendants' business or affairs.

10 40. Defendants are also liable for acts done in furtherance of the alleged conspiracy by
11 companies they acquired through mergers and acquisitions.

12 41. When Plaintiffs refer to a corporate family or companies by a single name in this
13 Complaint, they are alleging that one or more employees or agents of entities within that
14 corporate family engaged in conspiratorial acts on behalf of every company in that family. The
15 individual participants in the conspiratorial act did not always know the corporate affiliation of
16 their counterparts, nor did they distinguish between the entities within a corporate family. The
17 individual participants entered into agreements on behalf of their respective corporate families.
18 As a result, those agents represented the entire corporate family with respect to such conduct,
19 and the corporate family was party to the agreements that those agents reached.

20 42. Each of the Defendants acted as the agent of, co-conspirator with, or joint venture
21 partner of the other Defendants and co-conspirators with respect to the acts, violations, and
22 common course of conduct alleged in this Complaint. Each Defendant or co-conspirator that is a
23 subsidiary of a foreign parent acted as the United States agent when agreeing to use Rainmaker's
24 GuestRev and GroupRev at hotel properties managed in the United States.

25 **III. JURISDICTION AND VENUE**

26 43. This Court has subject matter jurisdiction pursuant to 28 U.S.C. §§ 1331 and
27 1337, as this action arises out of Section 1 of the Sherman Antitrust Act (15 U.S.C. § 1) and
28 Sections 4 and 16 of the Clayton Antitrust Act (15 U.S.C. §§ 15 and 26).

1 casino floor. Thus, casino-hotels operating in a normally functioning market have even more
 2 incentive than non-casino-hotels to fill their hotels to capacity and keep guests out of competing
 3 properties by offering significantly reduced or free rooms. It is also economically irrational to
 4 sacrifice an empty room absent collusion, as emphasizing high prices over occupancy risks
 5 losses if hotel-goers can instead stay at a competing property (i.e., one that competes with other
 6 hotels based in part on price).

7 50. For example, in a 2011 dissertation by Arun Tanpanuwat—who, as discussed
 8 below, is today the “Director of Channel Distribution, Revenue Management” for Operator
 9 Defendant Wynn, and who previously worked as a Revenue Management Manager for Operator
 10 Defendant SLS Las Vegas¹²—Tanpanuwat emphasized that “occupancy was considered to be the
 11 most common preferred metric for the Las Vegas casino resorts, because it potentially leads to
 12 revenue opportunities improvement.” Tanpanuwat went on to cite two researchers’ previous
 13 finding that “Las Vegas casino managers prefer to have high resort occupancy over high ADR¹³
 14 with low occupancy because high occupancy fills the property with more potential guests who
 15 may generate revenue in other centers”¹⁴:

16 The consideration of why we want higher occupancy is because we
 17 build resorts while everyone else just has hotels; the resorts have
 18 other considerations as assets on the floor. We have over 2,000 slot
 19 machines, hundreds of gaming tables to take into consideration to
 20 utilize those assets, so we cannot have empty rooms not generating
 21 revenue. We don’t have just one restaurant. We have several, so
 22 when Las Vegas builds resorts, we have to have volume to drive
 23 revenue or else you will never be able to get the ROI on the building.
 24 Other non-Las Vegas hotels may only have one restaurant which has
 25 200 seats, and the hotel maybe will only have 500 rooms, so you
 26 now consider the Las Vegas resort with 2,000 rooms and several
 27 restaurants at one property, you have an opportunity here, and with
 28 the restaurants and other venues, you have to fill them to a much

12 See <https://www.linkedin.com/in/arun-tanpanuwat-83551883/> (last visited Nov. 20, 2023).

13 “ADR” stands for “average daily rate,” and refers to the average rental revenue earned for an occupied hotel room per day.

14 Arun Tanpanuwat, “Examining revenue management practices in Las Vegas casino resorts” (2011), UNLV Theses, Dissertations, Professional Papers, and Capstones, available at <http://dx.doi.org/10.34917/2821090>.

1 higher level to generate all the revenue streams we need to meet our
 2 goals. We look at the best combination of occupancy and ADR, and
 3 to consider one without the other would be silly. You would 67
 4 never build an \$8 billion complex without taking that into
 5 consideration as well. You would never get the ROI.¹⁵

6 51. Rainmaker has acknowledged this longstanding market dynamic, explaining in
 7 promotional materials that “[t]oday, the goal is no longer just about increasing guest room
 8 occupancy, with no consideration given to the pricing decisions in terms of the long-term
 9 implications. Nor is it just about rooms.” For example, a 2018 “Smart Decision Guide to
 10 Hospitality Revenue Management” underwritten, in part, by Rainmaker (and included in
 11 Rainmaker’s promotional materials), explains:

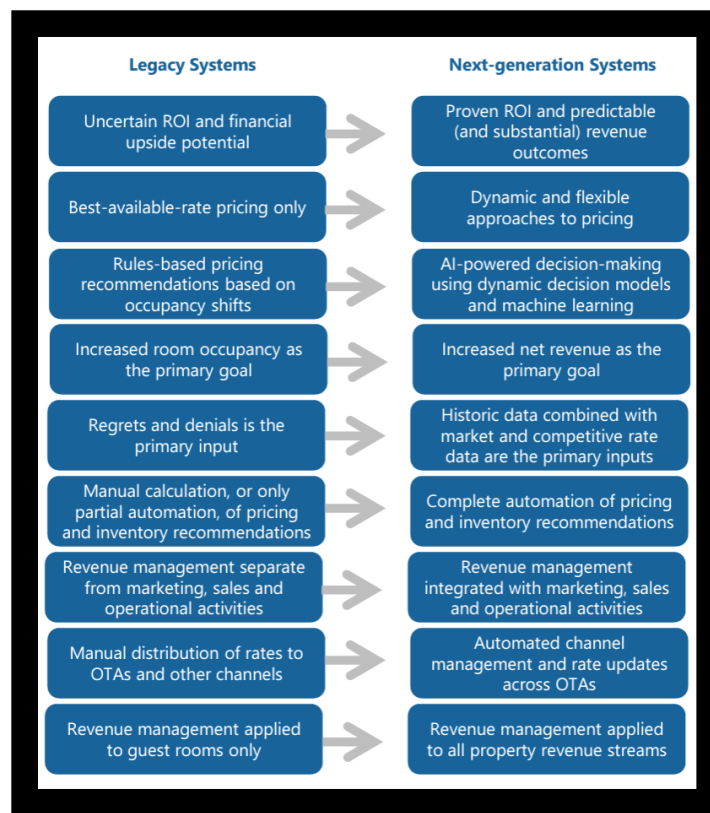
12 For hotel operators, the challenge of revenue management is
 13 particularly complex. It has become increasingly so as the basic
 14 approach to pricing guest rooms has evolved from a technique that
 15 uses “best available rate” (BAR) pricing to one that uses dynamic
 16 pricing based on data-driven demand forecasts. BAR pricing yields
 17 one primary rate with tiered percentage or flat amount based
 18 discounts off BAR differentiating prices across distribution
 19 channels. The discounts are usually fixed percentages that move up
 20 or down on different dates. Next-generation techniques, on the other
 21 hand, make dynamic pricing and distribution decisions based not on
 22 BAR, but, rather, on real-time analysis of multiple data sources. At
 23 a minimum, these data sources generally include the hotel’s own
 24 historical data, its booking site data, competitor pricing data and
 25 competitive set and digital review data, much of which is available
 26 within the revenue management solution from third-party providers.
 With data access and technology capabilities having evolved almost
 beyond recognition, hotel operators today have the opportunity to
 achieve the ultimate promise of revenue optimization: to sell the
 right space at the right price at the right time to the right guest.

27 In this context, space has commonly referred to guest rooms. Large
 28 hotels may have dozens of room types. **For a long time, revenue
 management was all about filling empty rooms with paying
 guests. Today, the goal is no longer just about increasing guest
 room occupancy, with no consideration given to the pricing
 decisions in terms of the long-term implications. Nor is it just
 about rooms.** Business and social event function space, recreational

¹⁵ *Id.* at 66-67 (citing and quoting Norman, E. D., & Mayer, K. J. (1997). Yield management in Las Vegas casino hotels. *Cornell Hospitality Quarterly*, 38(5), 28-38. doi:10.1177/001088049703800532).

facilities, restaurants and spas also now factor into the equation. According to the Center for Exhibition Industry Research, demand for function space is growing at up to quadruple the rate of supply, with the daily cost per attendee having increased by 4.5 percent last year. For some hotels, function space revenue may account for more than half of the property's total revenue.¹⁶

52. A 2019 version of the same guide available on Cendyn's website likewise emphasizes that among the hallmarks of "next-generation" revenue management systems, as compared with "legacy systems," is a shift from "increased room occupancy as the primary goal" to "increased net revenue as the primary goal"¹⁷:



53. Indeed, this has long been a core message that Rainmaker pitched to clients. A 2011 article recounting a recent "Users Conference" sponsored, in part, by Rainmaker, and hosted at The Cosmopolitan of Las Vegas, quoted Rainmaker's Farley as identifying "the top

¹⁶ "Rainmaker at a Glance" Media Kit at 69 (emphasis added) (attached as Ex. A).

¹⁷ *The 2019 Smart Decision Guide to Hospitality Revenue Management*, Starfleet Research (2019) at 23, available at www.cendyn.com/wp-content/uploads/2019/12/The-2019-Smart-Decison-Guide-to-Hospitality-Revenue-Management-Rainmaker-.pdf.

three steps to implement a revenue management discipline,” the first of which was “[s]hift your focus from occupancy and rate to profitability”:

“Rainmaker values its close working relationship with Agilysys and their hospitality clients, many of which we share across the world,” said Tammy Farley, Rainmaker principal. “Agilysys is a fantastic partner to work with for the benefit of our mutual customers. Our Silver Sponsorship for Insight 2011 underlines our commitment to this relationship and to providing a revenue management discipline focused on the total value of each guest.” Farley noted the top three steps to implement a revenue management discipline are:

1. **Shift your focus from occupancy and rate to profitability;**
2. Move from silos to integrated departments;
3. Recognize that a Revenue Manager’s role has changed from crunching numbers to strategic thinking.

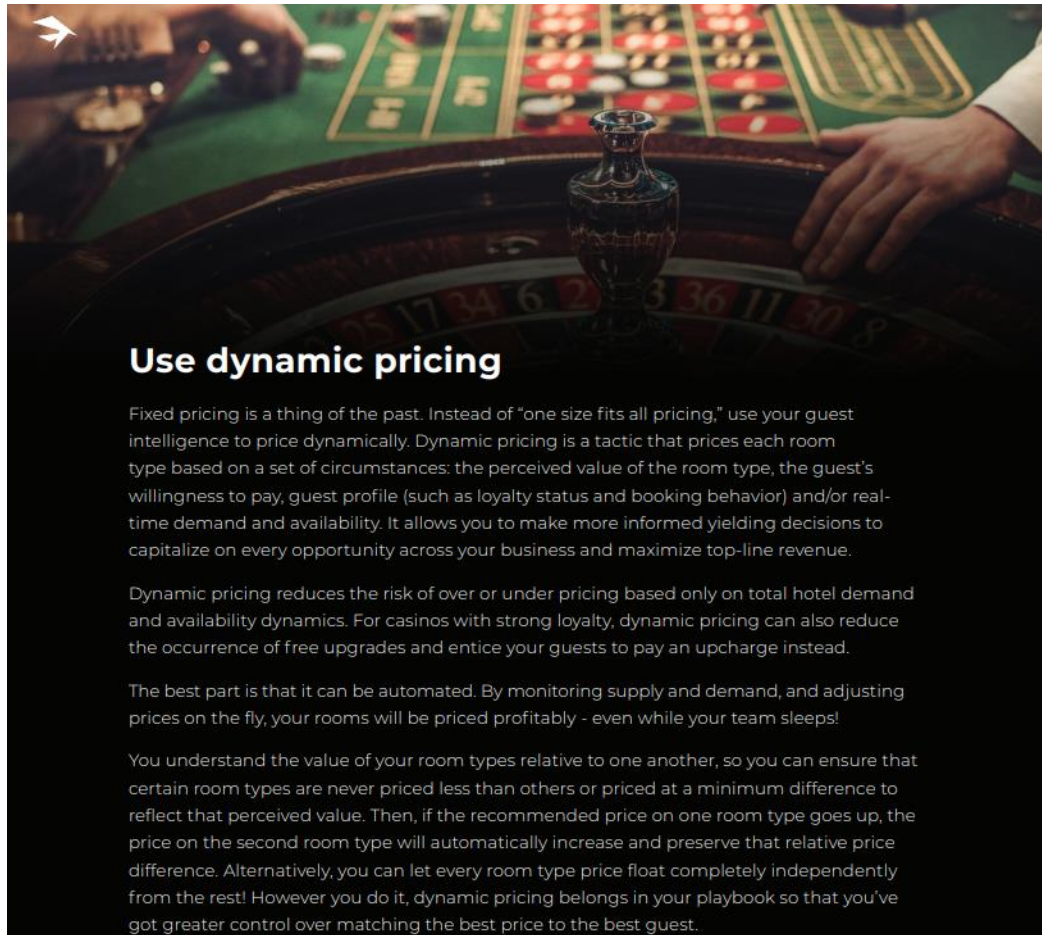
Smith Travel Research reports that domestic room demand is back but prices are not. “If you are pricing for something other than room rate alone, you must be extremely disciplined about getting the right customer in your rooms,” said Farley. “Rainmaker’s revolution Product Suite does this for its users.”¹⁸

54. Rainmaker’s parent company, Cendyn, has also acknowledged this market dynamic, stating, “[s]ince gaming revenue typically is significantly higher than room revenue, casino hotels have traditionally left money on the table by over-discounting and comping rooms without the real-time data to back up those decisions.”¹⁹ Cendyn states that “fixed pricing is a thing of the past . . . [d]ynamic pricing is a tactic that prices each room type based on a set of circumstances: the perceived value of the room type, the guest’s willingness to pay, guest profile (such as loyalty status and booking behavior) and/or realtime demand and availability.” As Cendyn touts in the image below, this type of “dynamic pricing can also reduce the occurrence

¹⁸ *The Rainmaker Group Brings Revenue Management Discipline to Hoteliers at Agilysys 2011 Users Conference*, Hospitality Net (Jan. 25, 2011), <https://www.hospitalitynet.org/news/4049919.html> (emphasis added).

¹⁹ *Rainmaker to Present Total Revenue Management Approach for Casino Hotels at INFORMS 2017*, HOSPITALITY TECHNOLOGY (Mar. 28, 2017), <https://hospitalitytech.com/rainmaker-present-total-revenue-management-approach-casino-hotels-informs-2017> (last visited Jan. 23, 2023).

of free upgrades and entice your guests to pay an upcharge instead.” Dynamic pricing, according to Cendyn, allows users to “maximize top-line revenue”:



55. In other promotional materials, Cendyn emphasizes: “A hotel that is constantly jam-packed with guests is not automatically a profitable one. The goal of a successful hotel is not necessarily to achieve 100 percent occupancy, but rather to optimize revenue.”²⁰

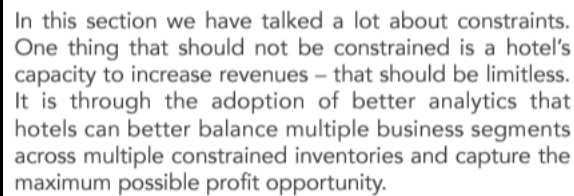
56. Similarly, Rainmaker has advocated that clients “avoid the infamous ‘race to the bottom’ when competition inevitably becomes fierce within a market.”²¹

²⁰ *The Key to Profitability: Understand Your Demand Forecast*, Cendyn, <https://www.cendyn.com/blog/the-key-to-profitability-understand-your-demand-forecast/> (last visited Nov. 21, 2023).

²¹ Dan Skodol, *Managing Capacity Constraints in a COVID-19 World*, HOSPITALITY NET (May 20, 2020), <https://www.hospitalitynet.org/opinion/4098784.html>.

57. This type of algorithmic pricing, which works to ensure that competitors are collectively taking the same approach to pricing, rather than independently evaluating their pricing in the face of supply and demand, is the kind of conduct that academics have found is likely to lead to anticompetitive effects. This is because with knowledge of what the competition was doing, Operator Defendants could confidently sacrifice occupancy to increase hotel room rates, even if that meant leaving more rooms unoccupied. By outsourcing their pricing decisions to Rainmaker, each hotel operator knows that the impact of rising prices set by the algorithm will outpace any occupancy losses.

58. The end result of this is profit. In fact, in other promotional materials, Rainmaker has emphasized to its clients that “[o]ne thing that should not be constrained is a hotel’s capacity to increase revenues—*that should be limitless*”²²:



In this section we have talked a lot about constraints. One thing that should not be constrained is a hotel's capacity to increase revenues – that should be limitless. It is through the adoption of better analytics that hotels can better balance multiple business segments across multiple constrained inventories and capture the maximum possible profit opportunity.

1. Rainmaker’s revenue management platform was introduced to Las Vegas in 2001, and by 2010 was in “nearly every” property in Las Vegas

59. Consultants Bruce Barfield and Tammy Farley started The Rainmaker Group in 1998. According to a 2010 profile, Rainmaker began by writing “schedule optimization software” for the airline industry, but shifted to creating room optimization software for the hotel and casino industry in approximately 2001.²³ In that year, according to a 2017 interview with Rainmaker’s President Tammy Farley, Rainmaker introduced the first version of its revenue management system, which was originally branded the “revolution Product Suite.”

²² Rainmaker, *Group Revenue Management 2.0* at 10, available at <https://mag.hospitalityupgrade.com/publication/?i=312521&p=5>.

²³ Alex Woodie, *Rainmaker’s Profit Optimization Software Good as Gold to Casinos*, The Fourt Hundred (January 19, 2010), available at <https://www.itjungle.com/2010/01/19/fhs011910-story02/> (last visited Oct. 31, 2023).

60. Rainmaker believed that the room pricing model previously used with success for decades by casino-hotels left a good deal of money on the table. It therefore developed and sold to hotel operators, and particularly casino-hotels, a room pricing algorithm platform that would allow operators like Hotel Operators to extract this additional source of revenue from their guests. As Rainmaker president Bruce Barfield explained in a 2010 interview, before “late 2001 and early 2002”—when Harrah’s first began using Rainmaker’s revenue management system—“Vegas casinos for the most part were flying by the seat of their pants when it came to doling out hotel rooms in the most profitable manner possible.” Barfield explained that this was “analogous to flying the space shuttle with a compass . . . [t]here are too many moving parts, and things are happening too fast. They were leaving tons of revenue on the table.”²⁴

61. To change this dynamic, Rainmaker developed a “total revenue management approach” premised on “dynamic pricing” that made the old way of “fixed pricing . . . a thing of the past.”²⁵ “Dynamic pricing,” according to Rainmaker successor Cendyn, “is a tactic that prices each room type based on a set of circumstances: the perceived value of the room type, the guest’s willingness to pay, guest profile (such as loyalty status and booking behavior) and/or real-time demand and availability.” “Dynamic pricing” not only “reduce[s] the occurrence of free upgrades and entice[s] your guests to pay an upcharge instead,” it also allows customers to “maximize top-line revenue.” This new approach to room pricing is based on a “data-driven methodology” powered by sophisticated pricing algorithm software “that has been successfully implemented by many casino properties,” including Hotel Operators, “in recent years.” “The best part” of dynamic pricing, Rainmaker emphasized, “is that it can be automated. By monitoring

²⁴ Alex Woodie, *Rainmaker’s Profit Optimization Software Good as Gold to Casinos*, The Fourt Hundred (January 19, 2010), available at <https://www.itjungle.com/2010/01/19/fhs011910-story02/> (last visited Oct. 31, 2023).

²⁵ *Rainmaker to Present Total Revenue Management Approach for Casino Hotels at INFORMS 2017*, HOSPITALITY TECHNOLOGY (Mar. 28, 2017), <https://hospitalitytech.com/rainmaker-present-total-revenue-management-approach-casino-hotels-informs-2017> (last visited Jan. 23, 2023).

supply and demand in real-time, and adjusting prices on the fly, your rooms will be priced profitably—even while your team sleeps!”²⁶.

Use Dynamic Pricing

Fixed pricing is a thing of the past. Instead of “one size fits all pricing,” use your guest intelligence to price dynamically.

Dynamic pricing is a tactic that prices each room type based on a set of circumstances: the perceived value of the room type, the guest’s willingness to pay, guest profile (such as loyalty status and booking behavior) and/ or real-time demand and availability. It allows you to make more informed yielding decisions to capitalize on every opportunity across your business and maximize top-line revenue.

Dynamic pricing reduces the risk of over or under pricing based only on total hotel demand and availability dynamics. For casinos with strong loyalty, dynamic pricing can also reduce the occurrence of free upgrades and entice your guests to pay an upcharge instead.

The best part is that it can be automated. By monitoring supply and demand in real-time, and adjusting prices on the fly, your rooms will be priced profitably – even while your team sleeps!

You understand the value of your room types relative to one another, so you can ensure that certain room types are never priced less than others or priced at a minimum difference to reflect that perceived value. Then, if the recommended price on one room type goes up, the price on the second room type will automatically increase and preserve that relative price difference. Alternatively, you can let every room type price float completely independently from the rest! However you do it, dynamic pricing belongs in your playbook so that you’ve got greater control over matching the best price to the best guest.

62. Rainmaker grew rapidly in the years after its founding, with a particular focus on the Las Vegas casino market. A September 2006 article in the publication “Hotel Online” listed Harrah’s and MGM Mirage, among others, as Rainmaker’s clients, and profiled hotel/casino operator Boyd Gaming’s recent success using Rainmaker’s “revolution system” to “set room rate and comp ability,” which the article explained had “take[n] the responsibility for determining which prices to offer out of [reservation agents’] hands”—in the process “reduc[ing] comp expenses 35 percent and increase[ing] cash revenue four percent by updating [Boyd’s] strategy and automating [its] operation”:

Remember when casino hotel rooms were either free or available for less than the price of a premium martini? Or when lavish casino buffets were \$5 and show tickets were free to nearly anyone known to the property? Those days are gone forever.

For years casino hotels offered comp rooms under wildly generous conditions to attract guests so they would patronize the property’s gaming floor. The hotel room was simply a convenient place where gamblers went to relax after playing the tables or working the slots. Anyone who has stayed at a casino hotel in Las Vegas or the other

²⁶ Kevin Duncan, *The Complete Revenue Management Playbook for Casinos, Gaming & Leisure* (Fall 2021), available at https://bluetoad.com/publication/?i=720196&article_id=4108531&view=articleBrowser (last visited Oct. 31, 2023).

1 gaming centers lately knows things have changed. The reason?
2 Professional revenue managers including Lyra Beck at Boyd
3 Gaming are implementing proven yield strategies and sophisticated
4 casino revenue management technology to transform casino hotels
5 from loss-leaders to solid profit centers.

6 “Our goal is to put the right guest in the right room, at the right time
7 and at the right rate,” said Beck, Boyd Gaming’s corporate director
8 of hotel yield and teleservices. “We reduced comp expenses 35
9 percent and increased cash revenue four percent by updating our
10 strategy and automating our operation. Revolution, a specialized
11 revenue management system from The Rainmaker Group, pulls in a
12 guest’s gaming value from the casino side and factors in forecasted
13 property demand and other variable influences to set room rate and
14 comp availability. Beck explained the new system forecasts a
15 guest’s value based on their play history or in some cases, lack of
16 play history and calculates availability status for Boyd according to
17 a guest’s total value.

18 Revenue management at a casino hotel is different from a regular
19 hospitality operation because it considers a guest’s theoretical future
20 gaming value as well as potential room rate and other additional
21 revenue, such as spa use and dining. Casino operators know who
22 their loyal customers are and assign them a casino ID. Non-gaming
23 guests who do not have an ID are called “retail customers.” “We
24 track every gaming customer’s casino activity,” said Beck. Boyd
25 knows each gamer’s name, play history, frequency and value. Our
26 Rainmaker revolution system downloads player data through a link
27 with the casino central processor, together with cash expenditure
28 data from the property management system, to create a property-
specific forecast embracing customer value as comprehensively as
possible. The system also enables our yield managers to input local
market factors as an additional point of reference informing the
availability recommendations for all guest segments.

Highly rated and frequent players are offered a comp or lower room
rate, while retail customers are charged amounts calculated to ensure
their value is equal to the gamers’ value. Boyd cultivates its non-
playing guests and works hard to retain their loyalty. Beck said, “It
was an easy transition for our staff to the Rainmaker revolution
system. We trained our reservation agents to roll out our new rate
policies gently.” **Agents like the system because it takes the
responsibility for determining which prices to offer out of their
hands, presenting only the offer available to specific callers
based upon what is known about them.** Beck is also assisting
Boyd’s customers with the transition. “To make the change easier
for longtime guests to accept, I created new scripts with talking

1 points for our 23 agents. Agents explain the change politely, answer
2 any questions, then provide room and rate options.”²⁷

3 63. In 2008, Rainmaker began touting itself in press releases and marketing materials
4 as “a world leader in automated profit optimization software and services to the gaming
5 hospitality and multifamily housing industries for total customer value.”²⁸ By 2010, according to
6 an article in Hotel Online that drew heavily on quotes from Rainmaker’s Bruce Barfield,
7 Rainmaker had enlisted “nearly every property but The Venetian” among Las Vegas casinos as a
8 customer, including Harrah’s Entertainment, Caesar’s Entertainment, Wynn Las Vegas, MGM,
9 and the Hard Rock Hotel. Barfield boasted that Rainmaker was “driv[ing] top-line revenue by
10 four to 10 percent” for its customers, including an *additional \$50 million per month* at Harrah’s:

11 Rainmaker has been very successful selling its software to the Vegas
12 casinos, and has an impressive customer list that includes Harrah’s
13 Entertainment, Caesar’s Entertainment, Wynn Las Vegas, MGM,
14 Boyd Gaming, and the Hard Rock Hotel & Casino—nearly every
15 property but The Venetian, Barfield says. Elsewhere, Rainmaker
16 touts Trump Entertainment Resorts and Foxwoods Casino Resort as
17 customers. Currently, the company is making headway with
18 American Indian casinos and casinos in Southeast Asia; there just
19 aren’t any potential customers left in Vegas.

20 So just how effective is Rainmaker at helping casinos squeeze the
21 maximum revenue out of customers? For most Rainmaker
22 customers, the software drives top-line revenue by four to 10
23 percent, Barfield says. At Harrah’s, the software has increased
24 revenue by \$50 million per month, according to Barfield. . . .

25 Filthy, you say? Maybe so. But Rainmaker has more than two dozen
26 customers in the casino business (it also sells a version of its
27 software designed to optimize revenue for large apartment and
28

24 ²⁷ *Boyd Gaming Hits Jackpot With Revenue Management Strategy*, Hotel Online (Sept. 7,
25 2006), https://www.hotel-online.com/News/PR2006_3rd/Sep06_TheRainmakerGroup.html
(emphasis added).

26 ²⁸ *The Rainmaker Group, Microsoft Team to Leverage Future Products for Gaming*
27 *Hospitality Operators*, PR WEB (Nov. 17, 2008), available at
28 <https://web.archive.org/web/20090213172155/https://www.prweb.com/releases/rainmakergroup/letitrain/prweb1629004.htm> (last visited Oct. 31, 2023).

multi-family dwellings), so it's not out of the question that the company has helped customers to the tune of billions of dollars.²⁹

64. Further, as early as 2010, Rainmaker (though founded and headquartered in Atlanta) specifically maintained an office in Las Vegas³⁰, and likewise began sponsoring events in Las Vegas as early as 2011—among them a 2011 conference at The Cosmopolitan of Las Vegas where Rainmaker, in a press release, touted that it “[brought] *revenue management discipline* to hoteliers” and emphasized the need to “[s]hift your focus from occupancy and rate to profitability.”³¹³²

²⁹ Alex Woodie, *Rainmaker's Profit Optimization Software Good as Gold to Casinos*, The Fourt Hundred (January 19, 2010), available at <https://www.itjungle.com/2010/01/19/fhs011910-story02/> (last visited Oct. 31, 2023).

³⁰ A version of Rainmaker's website, www.letitrain.com, archived on December 13, 2010, lists office locations in Atlanta, Las Vegas, and Singapore. *See* <https://web.archive.org/web/20101213221554/http://www.letitrain.com/contact-us/> (last visited Nov. 20, 2023).

³¹ *The Rainmaker Group Brings Revenue Management Discipline to Hoteliers at Agilysys 2011 Users Conference*, Hospitality Net (Jan. 25, 2011), <https://www.hospitalitynet.org/news/4049919.html>.

³² Rainmaker's “impressive growth in the hospitality space” caused it to be included in the Inc. Magazine's 5000 List of America's Fastest-Growing Private Companies list eight years in a row, including in 2017 and 2019. *Rainmaker, a Cendyn company, ranks on Inc. 5000 list of America's fastest-growing private companies*, Cendyn (Aug. 21, 2019), <https://www.cendyn.com/news/rainmaker-ranks-on-inc-5000-list-of-americas-fastest-growing-private-companies/>. On August 1, 2019, Cendyn announced that it would acquire Rainmaker for an undisclosed sum. In a press release, Cendyn noted that Rainmaker's Tammy Farley would join Cendyn as a board member, and that the acquisition would “ultimately enable teams to work more closely together, providing alignment across sales, marketing, and revenue management. *With our combined data-driven approach to pricing and marketing automation we will drive higher returns for our customers.*” *Cendyn announces acquisition of The Rainmaker Group*, Cendyn (Aug. 1, 2019), <https://www.cendyn.com/news/cendyn-announces-acquisition-of-the-rainmaker-group/#:~:text=Rainmaker%20is%20the%20hotel%20revenue,their%20revenue%20and%20profit%20objectives> (emphasis added).

2. Rainmaker made significant updates to its revenue management platform between 2010 to 2015, culminating with the acquisition of Revcaster

65. As noted above, Rainmaker initially introduced its “Revolution Product Suite” (hereafter “Revolution”) in 2001. Beginning in at least 2012, Rainmaker advertised on its website that Revolution gave users “pricing confidence,” explaining: “Knowing how pricing compares to the competition, and having the option to seamlessly and dynamically factor market rates into rate recommendations, allows Rainmaker clients to focus their energies on practices and analyses yielding the highest returns.” Rainmaker also touted that Revolution was “built upon proven, industry-leading forecasting and optimization algorithms which result in the most accurate forecasts and optimal pricing”³³:

Pricing Confidence

Rainmaker is the proven industry leader in Total Revenue Management – which factors Total Customer Value across the organization (Gaming, F&B, Spa, etc.) into the optimization process. The revolution™ solution has included this strategic advantage since inception, and it has been refined and enhanced through hundreds of implementations across a variety of clients. This key feature ensures that rates are developed keeping in mind not just a guest's hotel room revenue, but the total profitability of each guest segment.

revolution's intuitive user interface helps users immediately identify both need dates and dates where the opportunity to yield rates exist. This allows users to make quick and confident decisions around promotions, marketing, and yielding.

Knowing how pricing compares to the competition, and having the option to seamlessly and dynamically factor market rates into rate recommendations, allows Rainmaker clients to focus their energies on practices and analyses yielding the highest returns.

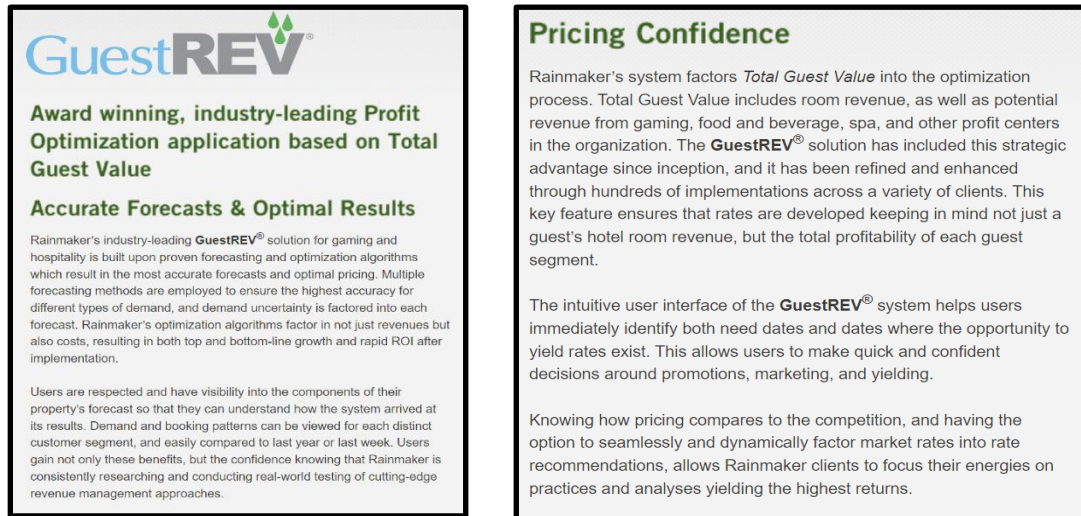
Accurate Forecasts & Optimal Results

Rainmaker's revolution™ solution for gaming and hospitality is built upon proven, industry-leading forecasting and optimization algorithms which result in the most accurate forecasts and optimal pricing. Multiple forecasting methods are employed to ensure the highest accuracy for different types of demand, and demand uncertainty is factored into each forecast. Rainmaker's optimization algorithms factor in not just revenues but also costs, resulting in both top and bottom-line growth and rapid ROI after implementation.

Users are respected and have visibility into the components of their property's forecast so that they can understand how the system arrived at its results. Demand and booking patterns can be viewed for each distinct customer segment, and easily compared to last year or last week. Users gain not only these benefits, but the confidence knowing that Rainmaker is consistently researching and conducting real-world testing of cutting-edge revenue management approaches.

³³ See <https://web.archive.org/web/20120120014524/http://www.letitrain.com/gaming-and-hospitality/features-and-benefits/accurate-forecasts-optimal-results/> (last visited Nov. 20, 2023); <https://web.archive.org/web/20120120014524/http://www.letitrain.com/gaming-and-hospitality/features-and-benefits/accurate-forecasts-optimal-results/> (last visited Nov. 20, 2023).

66. Rainmaker subsequently rebranded Revolution as two separate products, GuestREV and GroupREV, in approximately 2012. In new 2013 marketing materials for GuestREV, Rainmaker continued to tout, using nearly identical advertising copy, its ability to provide “pricing confidence” and “accurate forecasts”³⁴:



67. 2015 was a key year for Rainmaker, and for Operator Defendants in particular. Specifically, two things happened. First, Rainmaker first introduced GroupRev, a tool used for pricing group bookings, as a product into the Las Vegas market—a tool it advertised could be used to forecast demand for group booking customers, improve the accuracy of pricing, and improve group room revenue by “up to 8.4% or more.” In a February 10, 2015 press release, Lyra Hynie, director of revenue management for The New Tropicana Las Vegas, stated “Rainmaker’s GuestREV system is known worldwide and we couldn’t be prouder to be the beta site as their GroupREV sales tool is rolled out for the first time in Las Vegas.”³⁵

³⁴ See <https://web.archive.org/web/20130116072755/http://www.letitrain.com/gaming-and-hospitality-product-suite/products/guestrev/> (last visited Nov. 20, 2023).

³⁵ See *Leading Hospitality and Gaming Properties Choose Rainmaker’s Solutions to Improve Revenue and Profit*, PRWeb (Feb. 10, 2015), https://www.prweb.com/releases/leading_hospitality_and_gaming_properties_choose_rainmaker_s_solutions_to_improve_revenue_and_profit/prweb12504751.htm.

68. Second, Rainmaker also released RevCaster, a “rate shopping” tool integrated into GuestRev that “monitors rate parity,” i.e., “collects market-specific hotel price information”—thus “expand[ing] and strengthen[ing] Rainmaker’s product suite” and making it “[t]he only solution that also solves for competitive rate shopping.”

69. In a 2015 press release, Rainmaker emphasized these “innovative advancements,” as well as increased GuestRev functionality, touting that they would “solve the key business challenges that help hotels optimize profitability through [Rainmaker’s] unique total revenue management methodology”:

The eleventh annual Rainmaker Hospitality Client Summit concluded Wednesday in Fort Lauderdale, FL, highlighted by The Rainmaker Group’s latest innovative advancements to solve the key business challenges that help hotels optimize profitability through its unique total revenue management methodology. The company unveiled its GuestREV® Mobile app version, the first of its kind in revenue management as a complete solution version for mobile devices.

Rainmaker also introduced cutting-edge enhancements to its market-leading GuestREV® and GroupREV® solutions, and further deployment news of its recent acquisition of Revcaster™ and its hospitality market intelligence and analytics solution. A record number of traditional and casino-hotel customers attended to participate in education sessions covering common unsolved problems to improve their business results, and to network with industry peers.

Pavan Kapur, Vice President of Revenue Optimization, Caesars Entertainment, Inc., called GuestREV Mobile a “true game changer.” Now available for Android and iOS from Google Play and the Apple App Store, the revenue management native app enables anywhere-anytime access to the complete GuestREV pricing functions and reports in real-time via smartphone or tablet. Colleen Birch, Vice President of Revenue Optimization, The Cosmopolitan of Las Vegas, stated, “The Rainmaker product solution is what it is today because they continue to ask what they can do better and how they can improve their products to make them work smarter for us. Rainmaker listens and then shapes their solutions by making the necessary investments that lead to innovation and help drive higher revenue and profitability for their customers. The new GuestREV Mobile app, expanded business intelligence and analytics solution, and other product enhancements are evidence of Rainmaker’s commitment to investment and innovation.”

The company also revealed details of a new Meeting Space component integrated with GroupREV to help hoteliers maximize profits. The functionality will enable Directors of Revenue Management and group sales revenue managers to factor in the revenue and margins of function space, banquet, and other non-room items associated with a group request to determine if – when combined with the room rate – they meet or exceed minimum spend targets.

Mr. Kapur described this year’s summit in this way: “Being in the room with colleagues and like-minded individuals with varying degrees of revenue management experience and who have similar goals and challenges was a great experience. The Rainmaker team is a great partner who supports and helps us achieve our goals through the kind of investment and innovation we saw this week. A big goal of our organization is to align revenue management with sales. I am particularly impressed with GroupREV as a tool to accomplish that.”

The Revcaster market analytics solution, including competitive rate shopping and its first version of complementary functionality and workflow with GuestREV, will help hoteliers improve their market channel management and competitive pricing for better decision making. Rainmaker provides the only revenue management solution suite that has an integrated price comparison component for helping hoteliers maximize ADR and drive higher profits.³⁶

70. Since 2015, Rainmaker (and later Cendyn) have continued to offer GuestRev and GroupRev, and continue to allow users to automatically incorporate competitor pricing data into GuestRev’s pricing recommendations.³⁷ The function and history of these products is described in more detail below. Preliminary economic analysis, described in Section D, documents that the

³⁶ *GuestREV® Mobile, New GroupREV® Functionality, and Market/Business Intelligence ‘Steal Show’ at Rainmaker Client Summit*, PRWeb (Mar. 27, 2015), https://www.prweb.com/releases/guestrev_mobile_new_grouprev_functionality_and_market_business_intelligence_steal_show_at_rainmaker_client_summit/prweb12611855.htm.

³⁷ As discussed below, in 2019, Rainmaker announced that it had selected the company OTA Insight as a “strategic partner for rate intelligence,” and that it would be migrating RevCaster customers to OTA Insight’s “Rate Insight” tool, which it described as “the industry’s leading rate shopping and market intelligence provider.” GuestRev today continues to provide functionality to automatically incorporate competitor pricing data obtained through competitor rate shopping services.

1 significant updates to Rainmaker’s revenue management platform in 2015 led to anticompetitive
 2 effects in the form of supracompetitive price increases by Operator Defendants and
 3 anticompetitive effects in the entire Las Vegas Strip market.

4 **a. GuestRev**

5 71. GuestRev is the core element of Rainmaker’s revenue management platform. It is
 6 an algorithm specifically tailored for the casino hotel market that is designed to “forecast demand
 7 accurately at the finest level of granularity” and provides room-specific pricing
 8 recommendations on a daily basis to its clients. As Rainmaker’s Vikram Singh, Vice President of
 9 Hotel Demand Management, explained in a 2016 interview, Rainmaker takes “complex data sets
 10 from numerous data sources and translates them into highly prescriptive recommendations and
 11 actionable insights.”³⁸

12 72. More recently, in a 2020 interview, Cendyn Chief Marketing Officer Michael
 13 Bennett teased that GuestRev would soon be able to deploy multiple forecasting models
 14 simultaneously and “automatically chose among [the models] to arrive at the most accurate
 15 possible forecast”:

16 On the horizon for software is the capability to deploy multiple
 17 forecasting models simultaneously. “guestrev will be able to
 18 automatically choose among [the models] to arrive at the most
 19 accurate possible forecast,” explains Bennett. “Rich customer data,
 20 coupled with machine-learning algorithms, will help hotels curate
 highly personalized bundles of products and discounts at a rate that
 is geared towards optimizing profit.”³⁹

21 73. Rainmaker have long boasted that the “guestrev platform is the market-leading
 22 revenue management and profit optimization solution for forecasting and pricing hotel rooms,”
 23
 24

25 ³⁸ Clay Bassford, *Hotel Tech Insiders: Vikram Singh*, Snapshot (June 15, 2016),
 26 <https://www.snapshot.travel/blog/hotel-tech-insiders-vikram-singh>.

27 ³⁹ *Examining Trends in Rate and Revenue Management*, Hotelier (Jan. 3, 2020),
 28 <https://www.hoteliermagazine.com/examining-trends-in-rate-and-revenue-management/?cn-reloaded=1>.

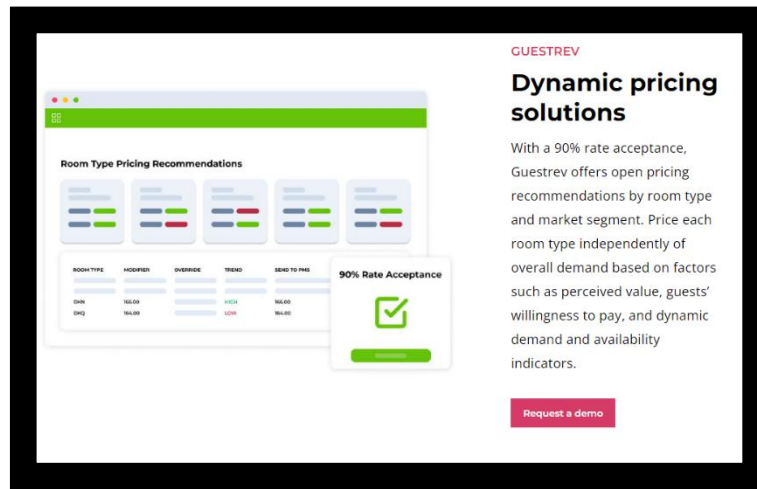
and that is algorithms boast “unwavering accuracy” that allow GuestRev “to provide personalized pricing for every guest” and clients to “[s]tart [their] day with certainty”⁴⁰:



74. Rainmaker touts on its website and in marketing materials that GuestRev’s pricing recommendations are accepted ***90% of the time, meaning that the prices for hotel rooms are set by GuestRev and not normal market forces***. Remarkably, Rainmaker specifically touts that GuestRev allows users to price rooms *independently of overall demand*. This is directly

⁴⁰ Cendyn Sales Flyer (2022), available at https://www.cendyn.com/wp-content/uploads/2022/07/Sales-Flyer-Guestrev-2022-1.pdf?utm_source=Drift&utm_medium=Chat&utm_campaign=Guestrev+sales+flyer; see also *Rainmaker Group Takes Gold in 16th Annual GGB Gaming & Technology Awards*, Hospitality Net (Sept. 29, 2016), <https://www.hospitalitynet.org/news/4078527.html>.

contrary to how pricing functions in a competitive market, where fundamental market forces lead to pricing occurring based upon where the supply and demand curves meet.



75. This figure is echoed in a description of Cendyn's offering on other industry websites as well, which also emphasize that the Rainmaker revenue management system

1 “understands what’s going on in your market and at your property, allowing it to react and make
2 the most optimal pricing suggestions accordingly”⁴¹:

3
4 rainmaker (RMS)

5 rainmaker allows hoteliers to manage revenue accurately, efficiently, and effectively, through thick and thin. Science-
6 based algorithms automate the heavy lifting, leaving revenue teams time to focus on the decisions that help drive
7 profit. rainmaker customers see a 5-12% revenue lift during their first year on the platform and highly Rated
recommendations from rainmaker are accepted 89% of the time. rainmaker has unique functionality that allows
hoteliers to go beyond room revenue and achieve total profit optimization.

8
9 rainmaker (RMS)

10 rainmaker helps you go beyond a rules-based revenue strategy and allows you to benefit from true science. Built as
11 a true revenue and profit optimization solution, rainmaker understands what’s going on in your market and at your
12 property, allowing it to react and make the most optimal pricing suggestions accordingly.

13
14 76. For example, one GuestRev client, Borgata, an MGM hotel located in New
15 Jersey, stated in a customer testimonial on Cendyn’s website that before GuestRev, it “was
16 among the majority of casino hotels that offered two types of rates: comps for highly rated
17 players, and rack rates for all other guests.”⁴² Now, GuestRev uses Borgata’s data to
18 “continuously perform more than 75 equations” to arrive at “the right rates at the right time.”⁴³
19 The article explains the key role that Rainmaker plays in setting pricing: “Every minute of every
20 day, relevant data must flow from Borgata’s multiple property systems into Guestrev, which falls
21 to Forelli and his internal team. While the system works hand-in-glove with Borgata’s PMS
22 system to recommend rates, the company’s revenue management team oversees and reviews
23

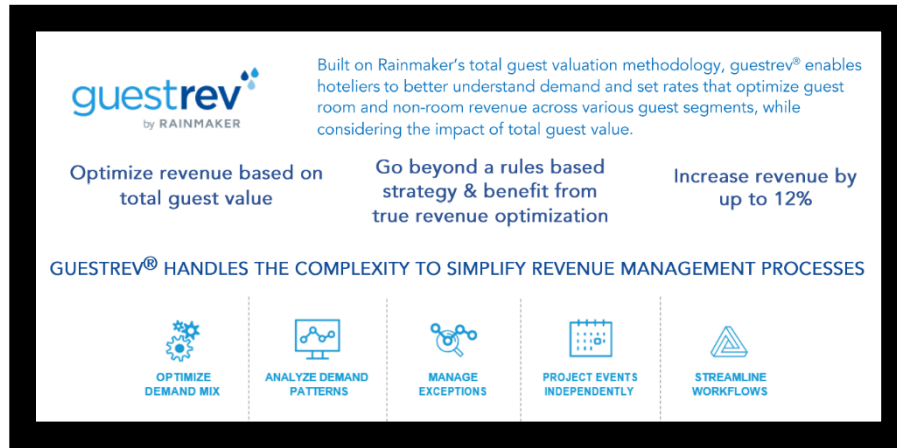
24
25 ⁴¹ Stayntouch, SNT Integrations: Cendyn, <https://www.stayntouch.com/snt-integrations-new/cendyn/#> (emphasis added) (last visited Nov. 21, 2023).

26 ⁴² *Borgata Hotel Casino & Spa’s success with Guestrev*, CENDYN.COM, <https://www.cendyn.com/customer-stories/borgata-hotel-success-rainmaker-guestrev/> (last
27 visited Jan. 23, 2023).

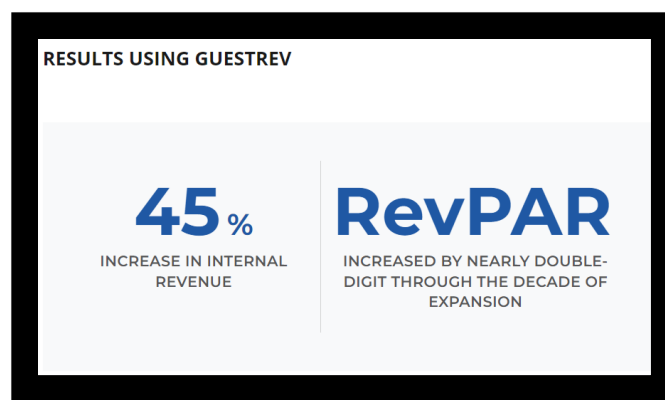
28 ⁴³ *Id.*

1 them. **Aside from setting rate minimums and maximums, the team otherwise allows**
 2 **Guestrev to perform its mathematical magic.”**

3 77. Rainmaker also advertises that clients who use GuestRev see dramatic increases
 4 in revenue and profitability. According to a 2019 Rainmaker marketing brochure, users of
 5 GuestRev see “[i]ncrease revenue by up to 12%”⁴⁴.



14 78. Similarly, for one user, RevPAR “increased by nearly double-digit[s] through the
 15 decade of expansion.” RevPAR is a metric used to measure hotel performance that is calculated
 16 by multiplying a hotel’s average daily room rate [ADR] by its occupancy rate.
 17

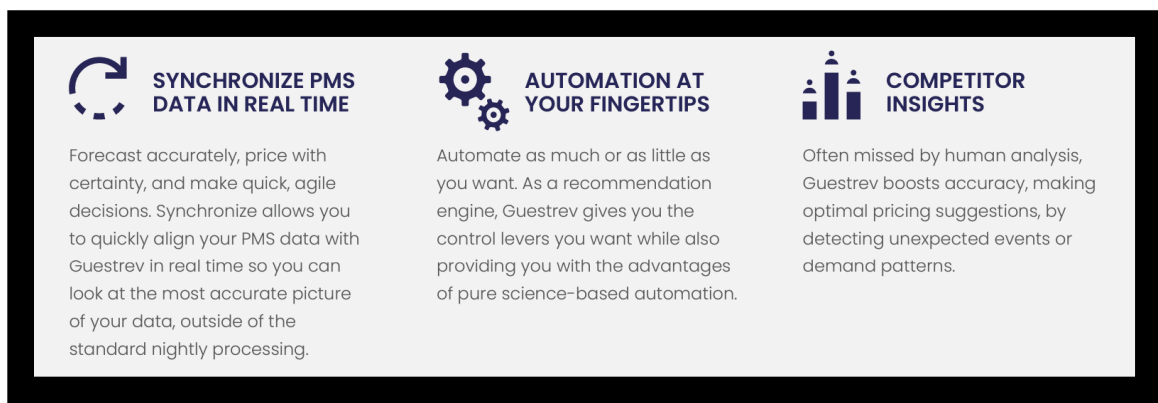


28 ⁴⁴ “Rainmaker at a Glance” Media Kit at 15.

79. GuestRev is integrated directly into a hotel's property management system so that its pricing recommendations are, once accepted, directly uploaded into the property management system. Indeed, as described further below, users of GuestRev have to specifically override GuestRev's recommendations if they do not want to use them.

(1) A core feature of GuestRev is automated pricing recommendations that are directly integrated into users' property management systems

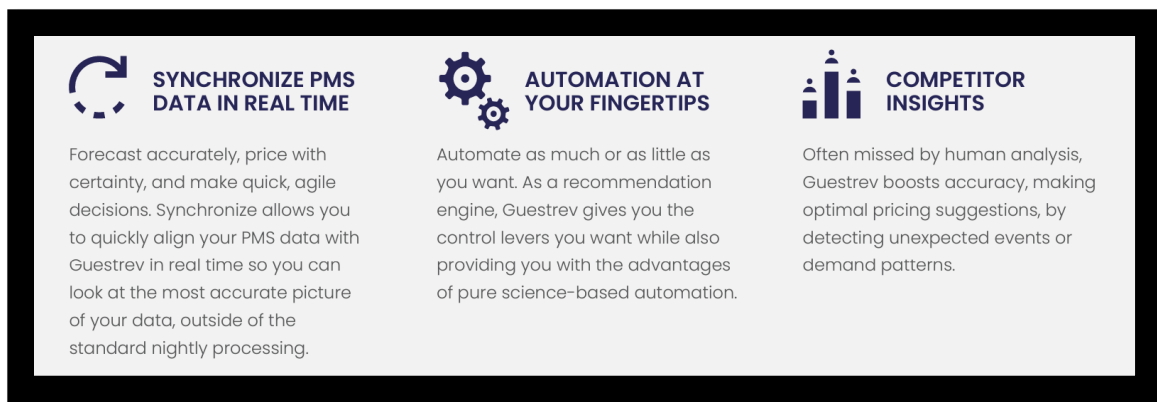
80. GuestRev's marketing heavily emphasizes the automated nature of the pricing recommendations that it provides.⁴⁵ Marketing for GuestRev touts that it provides "automation right at your fingertips", "synchronizes PMS data in real time", and "provides competitor insights often missed by human analysis":



81. Consistent with this, CW 2 stated that the GuestRev interface features a color-coded calendar that reflects booking levels, a summary of total revenue, occupancy, and average daily rates, as well as other features such as integration with RevCaster. GuestRev features a dashboard that provides Hotel Operators with a snapshot of each day and Rainmaker's pricing recommendations. CW 2 said revenue managers at Rainmaker's clients "loved" GuestRev's ability "to give them a dump of data for whatever they were looking for."

⁴⁵ *Guestrev Is Getting a Makeover*, Cendyn (Sept. 20, 2022), https://www.cendyn.com/blog/guestrev-is-getting-a-makeover/?utm_campaign=PRODUCT&utm_medium=Chat&utm_source=Drift#43:PROMO%3A+Guestrev+UI+-+Sept+2022.

82. Rainmaker has specifically and consistently marketed GuestRev as a way of automating the pricing process, advertising it as a mechanism for Hotel Operators to delegate their pricing decisions to the algorithm and in turn increase their profits. In a 2022 marketing flyer, for example, Rainmaker touted that “Guestrev combines both science and rules-based automation with the right level of control that revenue managers crave. With the unwavering accuracy of our algorithms, Guestrev *gives you the confidence* to provide personalized pricing for every guest. Start your day with certainty and reduce the amount of manual time and effort it takes to deploy a total revenue optimization solution and adapt your strategy in real time with Guestrev.”⁴⁶



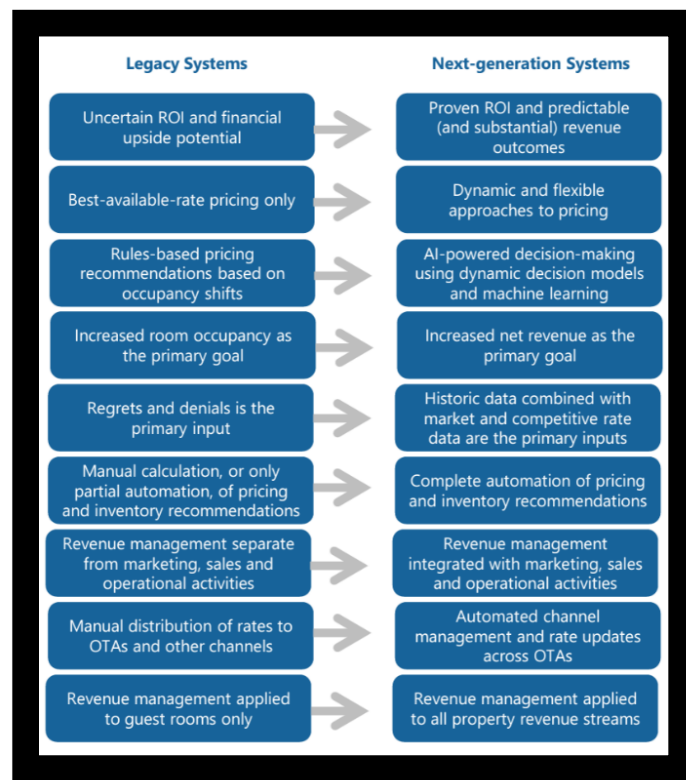
⁴⁶ Cendyn Sales Flyer (2022), available at https://www.cendyn.com/wp-content/uploads/2022/07/Sales-Flyer-Guestrev-2022-1.pdf?utm_source=Drift&utm_medium=Chat&utm_campaign=Guestrev+sales+flyer (emphasis added).

83. Indeed, the automatic nature of Rainmaker's pricing recommendations is a longstanding message. In 2010, Rainmaker touted that its revenue management system provided "Automated Profit Optimization"⁴⁷:



⁴⁷ See <https://web.archive.org/web/20100514033629/http://letittrain.com/>.

84. Similarly, as noted above, a 2019 “Smart Decision Guide to Hospitality Revenue Management” that was “underwritten, in part, by Rainmaker” (and that remains available on Cendyn’s website) emphasizes that the hallmarks of “next-generation” revenue management systems are (1) “[c]omplete automation of pricing and inventory recommendations,” (2) “AI-powered decision-making using dynamic decision models and machine learning,” and (3) “[h]istoric data combined with market and competitive rate data are the primary inputs”⁴⁸.



85. This Rainmaker-sponsored guide strongly emphasizes the superiority of an automated revenue management programs:

Enabled by artificial intelligence (AI) and machine learning, **the science of pricing optimization is now capable of running largely on autopilot.** The best of today’s solutions adapt in real time to dynamic markets characterized by ever-changing numbers, patterns, and results to optimize pricing decisions in much the same way a

⁴⁸ *The 2019 Smart Decision Guide to Hospitality Revenue Management*, Starfleet Research (2019) at 23, available at www.cendyn.com/wp-content/uploads/2019/12/The-2019-Smart-Decison-Guide-to-Hospitality-Revenue-Management-Rainmaker-.pdf.

jetliner uses autopilot to find the best flight path while minimizing turbulence by automatically changing speed, direction, and altitude and by oscillating the wings. **The best of today's solutions automatically calculate demand forecasts for future use of every guest room, recommending selling strategies and overbooking levels to maximize yield with an unprecedented degree of accuracy, and with little need for human judgment, which is often erroneous.**⁴⁹

86. Consistent with this, the data that Rainmaker gathers from Hotel Operators is incredibly granular. CW 1 stated that clients sent Rainmaker transaction-level data on hotel bookings as well as potential bookings: in CW 1's words, "[t]he details of every single booking made or booking attempted" (e.g., when someone tried to book a hotel room that was already sold out). CW 1 stated that hotels would tell Rainmaker "who their competitors were," and Rainmaker would then "shop" the data from those competitors. GuestRev would then use this data to "forecast[] demand." As detailed below, Rainmaker itself has publicly touted how RevCaster, its rate shopper product for collecting public pricing information, is integrated with GuestRev so that competitor pricing is easily incorporated as a factor in setting pricing.

87. Confidential Witness 3 ("CW 3"), a former Rainmaker employee, confirmed that Hotel Operators provided Rainmaker with "an abundance of information," sometimes identifying individual visitors and ranking them based on the dollar amount that those visitors were likely to spend at the casino at each visit. GuestRev also allows users to reoptimize pricing recommendations at any time upon request.

88. Rainmaker also enables Hotel Operators to use competitor pricing in implementing their own pricing, and describes this as a key part of what makes GuestRev effective. In a January 2020 interview, Cendyn's Michael Bennet explained that "Rainmaker [guestrev specifically] pulls in competitor rate data and includes it in its pricing algorithm alongside a segment-, room-category and length-of-stay-level demand forecast. A sophisticated optimization process evaluates all demand against the remaining available supply of rooms and determines the most profitable business mix for the hotel":

⁴⁹ *Id.* at 3-4 (emphasis added).

RATE SHOPPING

From big brands to independents, what's clear is that, in addition to RMS (revenue-management software) for revenue optimization, rate-shopping tools have become commonplace. Michael Bennett is Chief Marketing Officer at Cendyn, a cloud-based software and services provider for the hospitality industry, which recently acquired Rainmaker. Within the Rainmaker suite is guestrev, a revenue- and profit-optimization tool. "Rainmaker [guestrev specifically] pulls in competitor rate data and includes it in its pricing algorithm alongside a segment-, room-category and length-of-stay-level demand forecast," explains Bennett. "A sophisticated optimization process evaluates all demand against the remaining available supply of rooms and determines the most profitable business mix for the hotel."

This competitor data is called 'rate shopping' and it's extremely valuable information, as knowing the competition's room rates means hoteliers across all segments can stay competitive. "Competitor rates can be used to influence the final price recommendation so hotels don't leave money on the table by pricing too far below competitors and ensuring pricing is as competitive as possible when the hotel needs to capture more market share to boost occupancy," says Bennett.⁵⁰

89. Najam Khan, General Manager of Treasure Island Vegas, one of the Hotel Operator Defendants, stated that "the system's capacity to factor in competitors' rates and suggest optimal room rates to maximize revenue is one of its best features."⁵¹

(2) GuestRev instructional materials underscore its focus on automated pricing and the use of competitor rates as a key input

90. A wide range of publicly available materials, including both promotional materials and detailed training materials, demonstrate in detail the process by which GuestRev generates automated pricing recommendations and interfaces with hotels' property management systems to automatically upload recommended rates. These same materials also confirm, among

⁵⁰ *Examining Trends in Rate and Revenue Management*, Hotelier (Jan. 3, 2020), <https://www.hoteliermagazine.com/examining-trends-in-rate-and-revenue-management/?cn-reloaded=1> (alteration in original).

⁵¹ *Rainmaker Revenue Management Solution Secures Key Endorsement*, HOTEL ONLINE (July 26, 2012), https://www.hotel-online.com/News/PR2012_3rd/Jul12_RainmakerTreasure.html.

other things, that key factors in GuestRev’s pricing recommendations are competitor rates and “elasticity”—i.e., the concept of pricing to maximize revenue rather than occupancy.

91. GuestRev provides a multi-day view of a hotel’s pricing, broken out by room category and traveler segment. On at least a daily basis, GuestRev shows both current price along with the recommended updated price, listed as “rec/ovrd”⁵²:

Try our new and improved Guestrev Multi Day View! Your changes will remain even as you switch.

Guestrev

summarymanage daysanalysiseventscompetitionreportsdrtp rtp report

updated 21 Aug 2022 7:00 AM

Hotel Origian

from

2022

 Sep 1, 2022

to

2022

 Sep 30, 2022

Down: All Days

Left: Next

Advanced Filters

Apply Filters

Changes Made to Influencing Factors Do Not Take Effect Until Re-Optimize.

Room CategoryRecommendationsTraveler PackagesOccupancyInfluencing Factors

Sep 01, 2022

Thursday

Created

New Traveler Created

by 12/10/2021

12/10/2021

Action Index: 0

Current Rate: 275.00

Normal Rate: 177.56

INN

Capacity: 107

Room: 7400 Capacity: 35

Studio Price: 180.00

BAR

279⁰⁰

288⁰⁰

Discount

264⁰⁰

286⁰⁰

Merchant

264⁰⁰

311⁰⁰

Package

264⁰⁰

288⁰⁰

LRA

264⁰⁰

303⁰⁰

Opaque

264⁰⁰

288⁰⁰

Cons

264⁰⁰

286⁰⁰

NLRA

264⁰⁰

286⁰⁰

FIT

264⁰⁰

328⁰⁰

Comp

264⁰⁰

286⁰⁰

Leisure

264⁰⁰

286⁰⁰

Comp

264⁰⁰

288⁰⁰

Total

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BAR

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Discount

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Room Prob (in 10)

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Hotel Prob (in 10)

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Hotel Prob (in 10)

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Group Prob (in 100)

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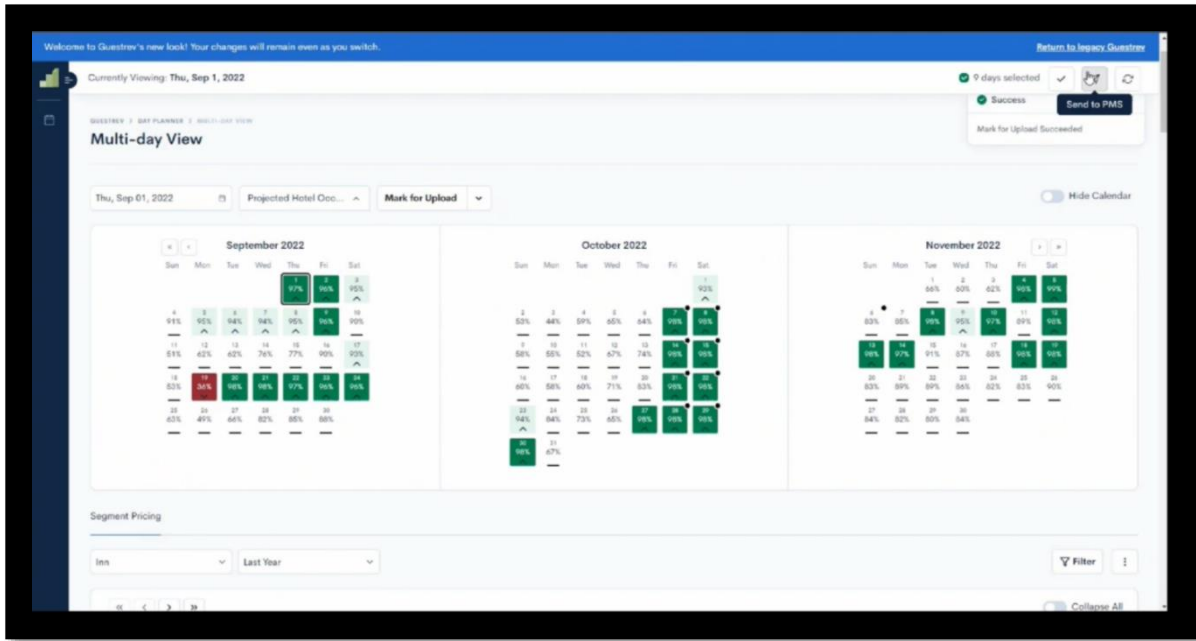
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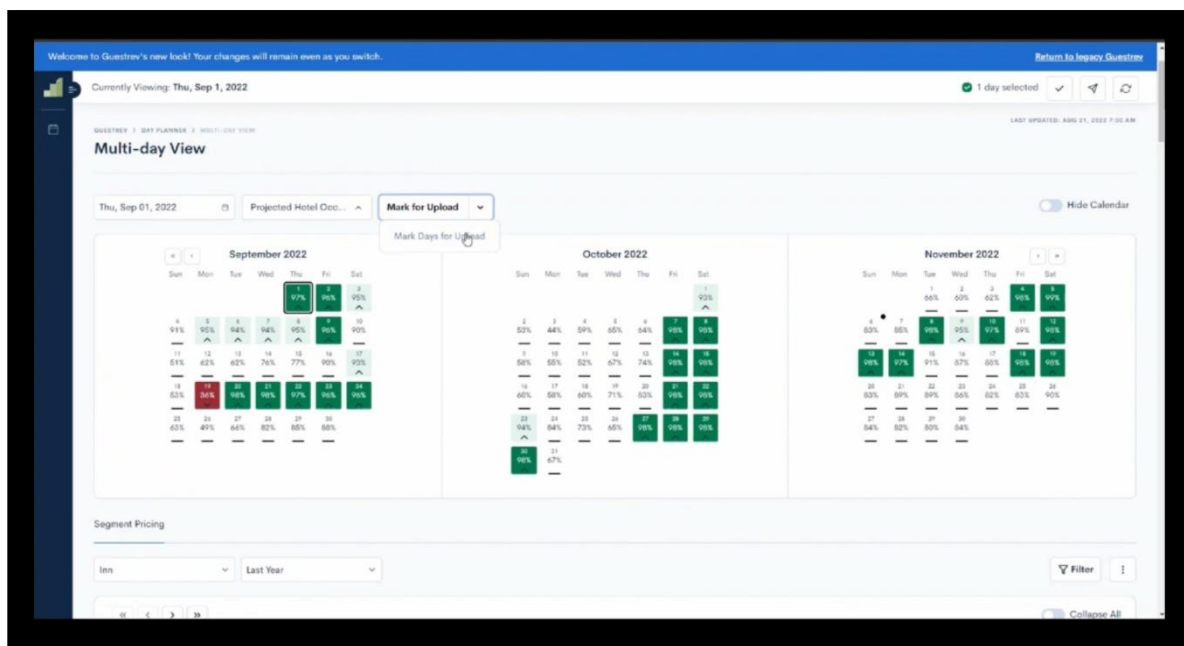
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92. GuestRev also provides a calendar version that allows users at hotels to mark up to 90 days of pricing recommendations for upload directly to the hotel’s property management system (“PMS”). As shown in the screenshot below, taken from a Cendyn video, the user simply selects all of the pricing recommendations that they want to adopt and then marks them for upload:

⁵² Guestrev – Multi-Day View new UI, Cendyn, <https://help.cendyn.com/hc/en-us/articles/11041108705179-Guestrev-Multi-Day-View-new-UI> at minute 9:30 (last visited Nov. 21, 2023).



93. After the user of GuestRev has marked the days for upload, they can select a button in the upper right hand corner to “send to PMS.” This step will send the recommendations directly to the hotel’s property management system, where the pricing recommendations will become the prices that the hotel is charging for rooms.



94. GuestRev provides users with a variety of ways to upload pricing recommendations into the hotel's property management system. The alternative view below provides the same uploading functionality, while also giving users a number of available metrics on a day-by-day basis, including remaining yield capacity and total remaining demand. In this screenshot from a Rainmaker help video, Rainmaker walks the user through how to hit the "upload all" button in order to upload all of the pricing recommendations directly to the PMS.

The screenshot displays the 'Segment Pricing' interface in GuestRev. It shows a table with columns for dates from 9/1/2022 to 9/10/2022. The table includes various metrics such as DOW, Events, Quoted Rate, Transient OTB ADR, Rem. Yield Capacity, Total Rem Demand, Shadow Price, Transient Forecast Occupancy, Transient Forecast Room Nights, Transient OTB Occupancy, Transient OTB Room Nights, and Hotel Forecast Occupancy. Each cell contains a numerical value and a percentage change from the previous day, indicated by green or red arrows.

	9/1/2022	9/2/2022	9/3/2022	9/4/2022	9/5/2022	9/6/2022	9/7/2022	9/8/2022	9/9/2022	9/10/2022
DOW	Thu	Fri	Sat	Sun	Mon	Tue	Wed	Thu	Fri	Sat
Events	1	1	1	0	0	0	0	0	0	0
Quoted Rate	279	309	279	209	299	309	299	289	319	299
Transient OTB ADR	263	273	266	251	258	257	261	263	272	273
Rem. Yield Capacity	36	18	46	67	12	1	-8	30	34	109
Total Rem Demand	263	1996	992	109	87	-266	-324	231	474	232
Shadow Price	196	199	167	0	270	371	923	215	295	14
Transient Forecast Occupancy	97.50% ↑	96.48% ↓	96.68% ↓	91.71% ↓	94.99% ↓	94.68% ↓	92.9% ↓	95.52% ↓	96.57% ↓	92.17% ↓
Transient Forecast Room Nights	300 ↑	296 ↑	294 ↓	282 ↓	292 ↓	289 ↓	269 ↓	293 ↓	296 ↑	277 ↓
Transient OTB Occupancy	99.88% ↓	94.79% ↓	88.67% ↓	78.16% ↓	96.09% ↓	99.67% ↓	101.67% ↓	100.49% ↓	96.6% ↓	64.66% ↓
Transient OTB Room Nights	279 ↓	291 ↓	263 ↓	240 ↓	295 ↓	306 ↓	312 ↓	309 ↓	294 ↓	199 ↓
Hotel Forecast Occupancy	97.50% ↑	96.48% ↓	96.68% ↓	91.71% ↓	94.99% ↓	94.68% ↓	92.9% ↓	95.52% ↓	96.57% ↓	92.17% ↓

95. GuestRev also provides the user with the ability to track a variety of metrics in its multi-day view, including the recommended rate and the last rate that GuestRev sent to the property management system for implementation. This information is broken out by customer

segment, with GuestRev providing separate pricing recommendations and “remaining demand” forecasts on a segment-by-segment basis:

Currently Viewing: Thu, Sep 1, 2022

Group Committed	0	0
OOO	0	0
Overbook	<input type="text"/>	<input type="text"/>
Tot. Demand Forecast	386	498
Market Rate	178	197
Action Index	6	6
Alerts	0	0
Transient Capacity	315	309
▼ BAR		
Recommendation	<input type="text" value="264.36"/>	<input type="text" value="822.96"/>
Last Sent to PMS	258.27	258.89
Remaining Demand	82	20
OTB Room Nights	40	36
7 Days	0 0%	0 0%
3 Days	0 0%	0 0%
1 Day	0 0%	0 0%
▼ Discount		
Recommendation	<input type="text" value="293.74"/>	<input type="text" value="914.43"/>
Last Sent to PMS	286.97	287.66
Remaining Demand	60	1500
OTB Room Nights		
7 Days	0 0%	0 0%

96. One key metric that GuestRev provides in its multi-day view for users to track is a “market rate.” The market rate is based on a composite weighing of competitors’ pricing:

Tips

The market rate equals the weighted average of all researched competitor rates for that DOA (date of arrival):

$$\frac{(\text{comp1rate} * \text{comp1weight}) + (\text{comp2 rate} * \text{comp2weight}) + \dots}{\text{sum of weights}}$$

97. Users may choose which competitors to include, as well as the respective weights to give each competitor's price. As discussed in more detail below, the market rate directly influences the pricing recommendations produced by GuestRev.

Select Setup Competitors

Select Setup Competitors.

From:  Dec 24, 2019

To:  Dec 31, 2019

Apply

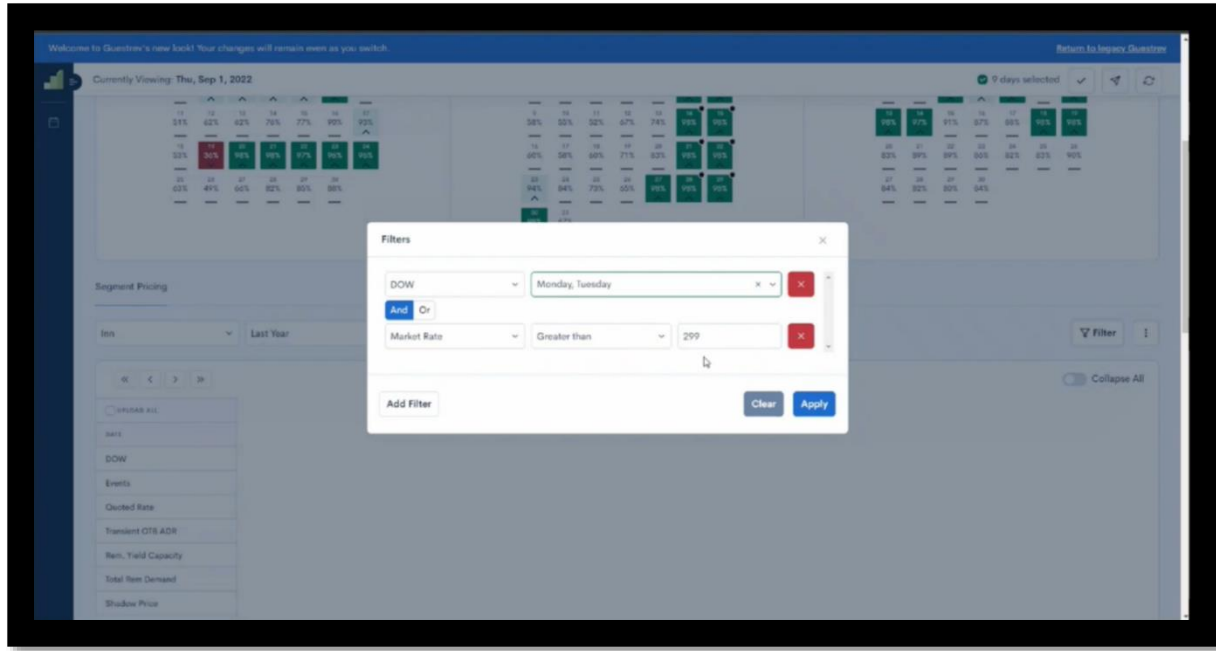
Setup Competitors

The Edit Competitors view lists your currently configured competitors, along with assigned weights that indicate how much each one contributes to your calculated market rate.

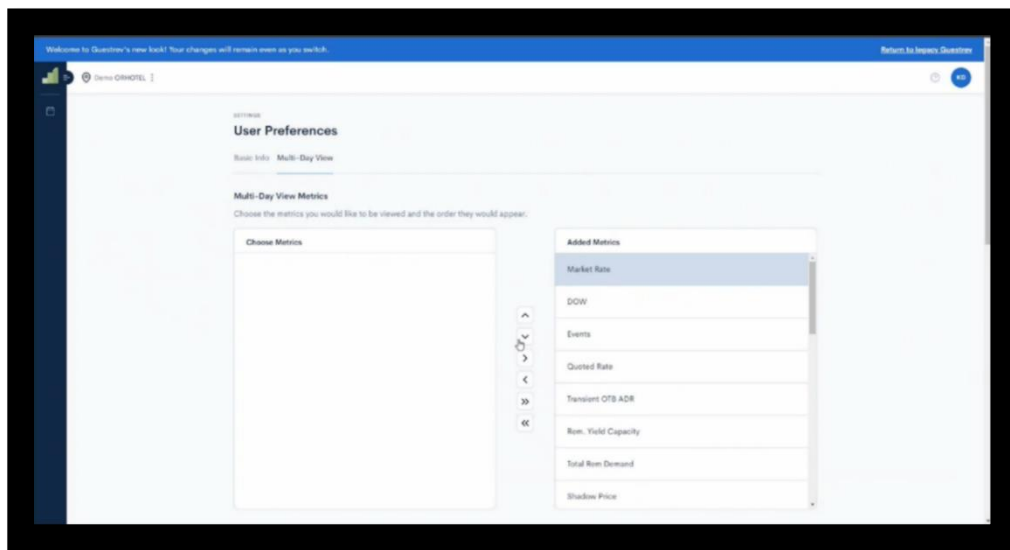
Edit Competitors

ID	Competitor Name	Import Tag	Competitor Weight, %	
COMP1	Competitor 1	Golden Nugget	18.63 %	✖
COMP2	Competitor 2	Hampton Prien	11.79 %	✖
COMP3	Competitor 3	Holiday Inn	11.79 %	✖
COMP4	Competitor 4	Comfort Inn	11.79 %	✖
COMP5	Competitor 5	La Quinta	11.79 %	✖
COMP6	Competitor 6	Springhill	11.79 %	✖
COMP7	Competitor 7	Wingate	11.79 %	✖
COMP8	Competitor 8	Coushatta	5.31 %	✖
COMP9	Competitor 9	Isle Westlake	5.31 %	✖

98. GuestRev also provides functionality for its users to track competitor pricing within GuestRev itself using the “market rate” function. For example, in this tutorial video, Rainmaker walks a user through how to display, over a 90 day period, by “day of the week” and “market rate.” In this case, the user is filtering to show all Mondays and Tuesdays over the next 90 days when the “market rate” is over \$299:

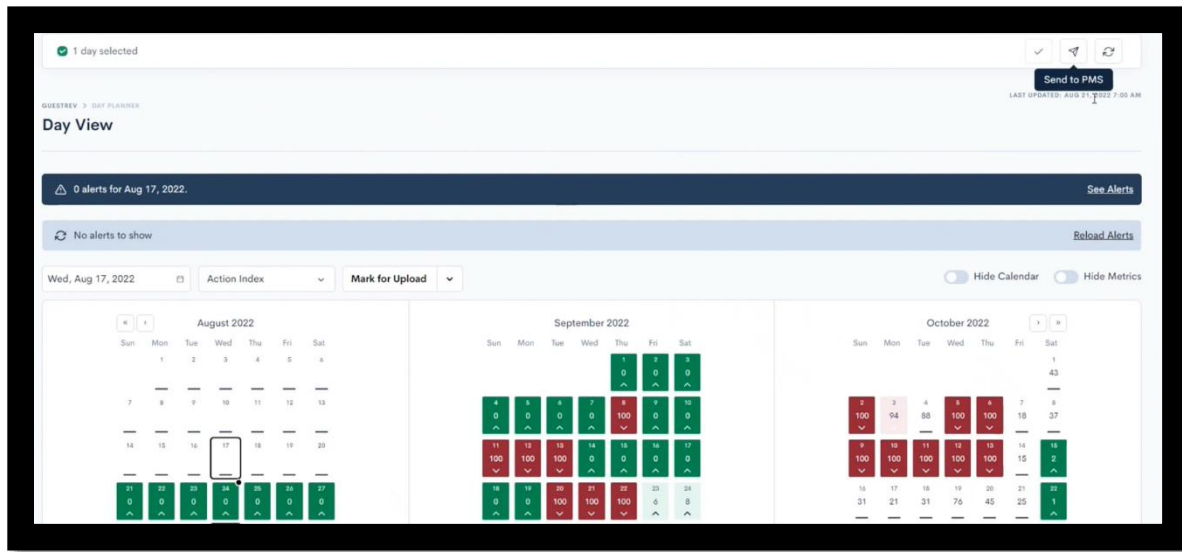


99. The same tutorial video also walks users through how to adjust the GuestRev view so that the “market rate” metric is displayed at the top of the metrics. As Cendyn explains in the tutorial, “let’s move that market rate up the page so we can see that...because perhaps that’s an indicator to me I like to keep an eye on when I’m adjusting my strategies within a hotel”⁵³:



⁵³ *Guestrev – Multi-Day View new UI*, Cendyn, <https://help.cendyn.com/hc/en-us/articles/11041108705179-Guestrev-Multi-Day-View-new-UI> at minute 9:30 (last visited Nov. 21, 2023).

100. GuestRev also provides a day view for users to review and implement pricing recommendations. As a tutorial video, narrated by Kevin Duncan of Cendyn, explains, the day view provides a way to “send [an operator’s] price recommendations straight through to the PMS environments for the end environments that its connected to.”⁵⁴ In other words, this is an alternative way for users of GuestRev to send the price recommendations directly into their property management system for pricing implementation. Just like the multi-day view, the day view includes a top right button for sending the recommendations to PMS.



101. The market rate functionality is also prominently integrated into GuestRev’s day view. As the same tutorial video explains, the market rate function is “where I can hover over and view all of my competitors.”



⁵⁴ *Guestrev –Day View new UI*, Cendyn, <https://help.cendyn.com/hc/en-us/articles/11040806635163-Guestrev-Day-View-new-UI> (last visited Nov. 21, 2023).

102. As discussed in more detail below, Rainmaker makes clear to users that GuestRev's pricing recommendations are influenced by the concepts of "elasticity" and "competitor influence." Indeed, a standard screen in the GuestRev interface reminds users that pricing recommendations are "influenced by elasticity and competitor influence."

SEGMENT	PREV	LOW	HIGH	MEDIUM	OVERRIDE	PERSIST
^ INN						
BAR	279	399	399	258.79	399	<input type="checkbox"/>
Discount	264.35	287.55	293.74	287.55		<input type="checkbox"/>
Merchant	264.35	311.8	318.51	311.8		<input type="checkbox"/>
Package	264.35	287.55	293.74	287.55		<input type="checkbox"/>
LRA	264.35	304.46	311.01	304.46		<input type="checkbox"/>
Opaque	264.35	359.43	367.17	359.43		<input type="checkbox"/>

103. Users understand the importance of competitor pricing in Rainmaker's recommendations. CW 4, a former stated that Rainmaker's pricing recommendations were "based off comp set [i.e. competitor set] and business we had on the books."

104. As Rainmaker explains in other materials, "elasticity"-based pricing in GuestRev means that pricing recommendations will be "more geared toward maximizing rooms revenue as opposed to filling rooms."⁵⁵ As discussed elsewhere, this is anticompetitive on its face—Rainmaker is setting price recommendations for users that are specifically designed to raise room prices and reduce supply. Users of Rainmaker also understand that is a pricing approach made available by Rainmaker because Rainmaker tells them exactly that, as well as reminding them on the pricing page:

⁵⁵ *Rainmaker guestrev: Customer Tips During Covid-19 Crisis*, Cendyn (April 2020), available at <https://crmforms.cendyn.com/KnowledgeCloudFiles/Guestrev/COVID-19TipsGuide-RMS.pdf>.

- With price elasticity-based pricing switched on, **guestrev** will recommend a rate that is more geared towards maximizing rooms revenue as opposed to filling rooms and will base these recommendations in part on prior years' rate trends. Evaluate if you want to leave the elasticity-based pricing turned on or revert to a minimum rate on non-constrained days. Contact Cendyn Support to make changes.

Trans	113 ²²	102 ²⁴	113 ²²	Influenced by elasticity and/or competitive influence
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105. “Competitor influence” refers to pricing recommendations being based, in part, on the pricing of competitors. Through Rainmaker, users are able to provide input into Rainmaker about which competitors should influence pricing. In this sample from Cendyn’s website, a hotel is configuring the extent to which specific competitors hotels (here, the Aria, Bellagio, The Cosmopolitan, Encore, Palazzo, Vdara, Venetian, and Wynn) will influence their pricing recommendations. Critically, although users may influence how the market rate is calculated, it is the GuestRev algorithm that determines the effect of the market rate on the pricing recommendations that it generates for users.

- It's also a good time to evaluate competitor weights and influence. You may need to reassign weights to properties that are open or plan to open when you do and evaluate direction and magnitude of competitor influence on your rates.

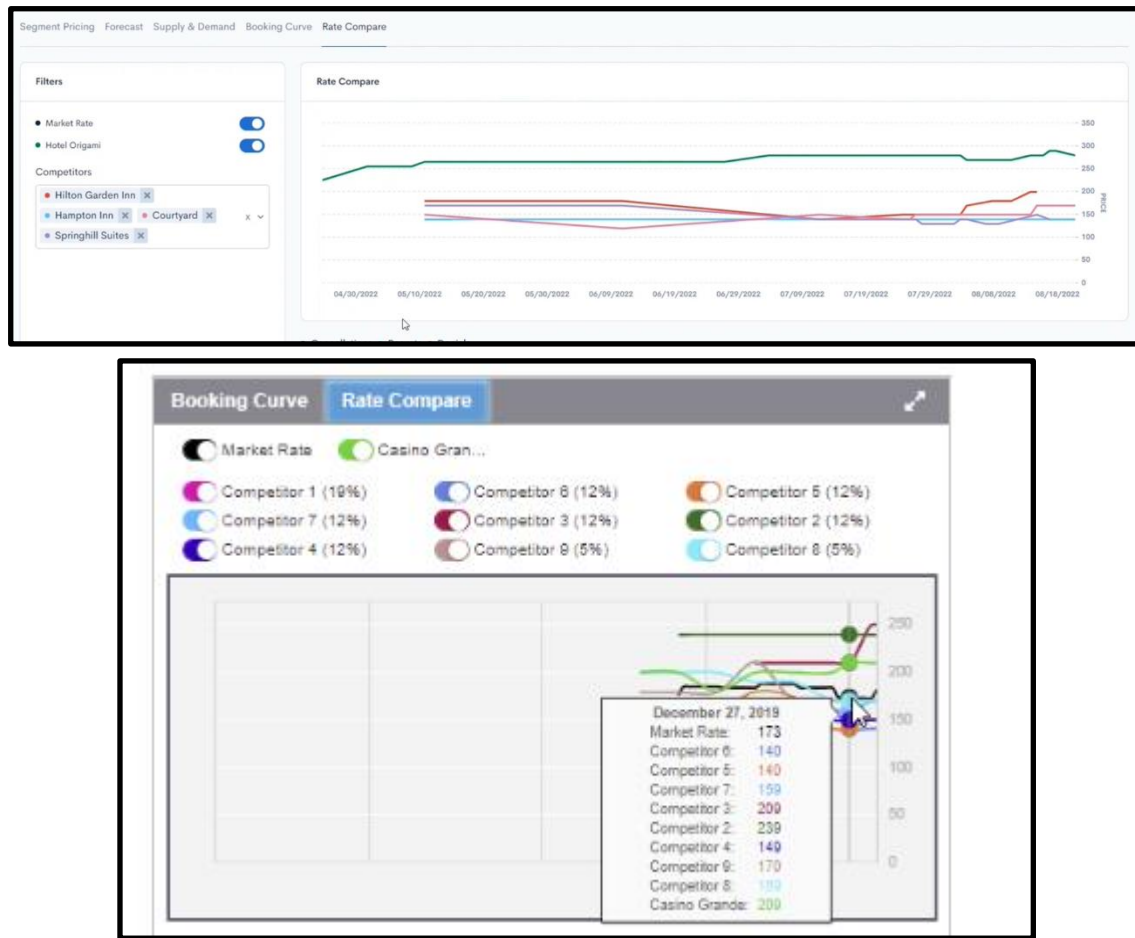
Edit Competitors

ID	Competitor Name	Import Tag	Competitor Weight, %	
ARIA	ARIA Resort & Casino	ARIA Resort & C...	20.00 %	✖
BEL	Bellagio	Bellagio	50.00 %	✖
COS	The Cosmopolitan of Las ...	The Cosmopolita...	5.00 %	✖
ENCR	Encore at Wynn Las Vegas	Encore at Wynn ...	5.00 %	✖
PALZO	The Palazzo	The Palazzo at T...	0.00 %	✖
V	Vdara	Vdara	5.00 %	✖
VEN	The Venetian Resort-Hote...	The Venetian Re...	10.00 %	✖
WYNN	Wynn Las Vegas	Wynn Las Vegas	5.00 %	✖

First Prev 1 Next Last

New Cancel Export

1 106. GuestRev also integrates a charting function into its “day view” that allows users
 2 to compare their hotel prices with both the market rate and that of specifically selected
 3 competitors. GuestRev provides this rate compare functionality in a variety of different formats,
 4 including ones where users are able to customize the influence of competitor pricing on their
 5 own rates:



17 107. GuestRev includes additional extensive functionality that allows users to monitor
 18 their pricing in comparison to their competitors’ pricing. As Cendyn explains, “GuestRev
 19 includes a ‘sell rate’ feature that allows users to view their quoted or publicly available rate as a
 20 percentage of their competitors weighted average-quoted rates. The Sell Rate Graph shows how
 21 a property is priced compared to its competitors.”⁵⁶

22
 23
 24
 25
 26
 27 ⁵⁶ As explained in more detail below, pricing data is provided through competitor rate
 28 shopping services that are integrated into Rainmaker.

108. GuestRev also sets certain criteria for usage in formulating its pricing recommendations, such as the percentage to which a hotel will take overbookings. Users may choose to edit those criteria. If they do not edit, then those criteria are set by GuestRev—another way that it helps set a coordinated pricing strategy amongst all users.

Edit a Value

To edit a value on the Supply & Demand table, click in the cell you want to edit, type the desired override number, and then press Enter or click outside of the cell to save the value automatically. In the following example, an override is being applied to the Group Block.

Supply & Demand					
Changes Made Do Not Take Effect Until Re-Optimize.					
	DELUXE	SUITES	UMAN	UMAN2	TOTAL
Capacity					
Physical Capacity	918	57	20	30	1,025
Out of Order	0	0	0	15	15
Overbooking					
Previous	0	0	0	0	0
Recommended	0	0	0	0	0
Override					
Persist	<input type="checkbox"/>	<input type="checkbox"/>	--	--	--
Last Sent to PMS					
Will Send to PMS	0	0	0	0	0
Group					
Room Nights OTB	26	0	1	0	27
Block	26	0	1	0	27
Block Override	<input type="text" value="1"/>				
Wash	0.81 % (0)	0.00 % (0)	0.00 % (0)	0.00 % (0)	0.00 % (0)
Wash Override					0.00 % (0)
Committed (w/ Wash)	26	0	1	0	27
Transient					
Capacity	892	57	19	15	983
Room Nights Actual/OTB	474	31	0	0	505
Rem Available Capacity	418	26	19	15	478
Rem Yieldable Capacity	418	26	0	0	444
Occupancy					
Transient Actual/OTB	53.14 %	54.39 %	0.00 %	0.00 %	51.37 %
Transient Projected	64.16 %	99.27 %	0.00 %	0.00 %	63.98 %
Hotel Actual/OTB	54.44 %	54.39 %	5.00 %	0.00 %	51.88 %
Hotel Projected	65.16 %	99.27 %	5.00 %	0.00 %	63.97 %

109. GuestRev also provides various functionality for revenue managers to monitor the process by which pricing recommendations are sent to a property management system for implementation. As Cendyn explains in its “help” section, day view includes a variety of functionality for sending recommendations to the PMS and monitoring whether the recommendation has been successfully implemented:

Overview

Day View includes a variety of tools and features designed to simplify a revenue manager's daily tasks.

Day View includes the following functionality:

- Mark or unmark a day for upload to the PMS
- Send recommendations and overrides to the PMS
- View original or overridden recommendations
- View the status of a recommendation or override (Created, Transmitted, Accepted, or Failed)

110. GuestRev's pricing function allows pricing managers to "mark pricing recommendations for upload, override and mark for uploads, make a recommendation or an override persistent, and send the recommendation or override to the PMS."⁵⁷ However, as Rainmaker explains in its help pages, in order to override a pricing recommendation, a revenue manager must have override permissions:

Alert

In order to override a recommendation, you must have override permissions.

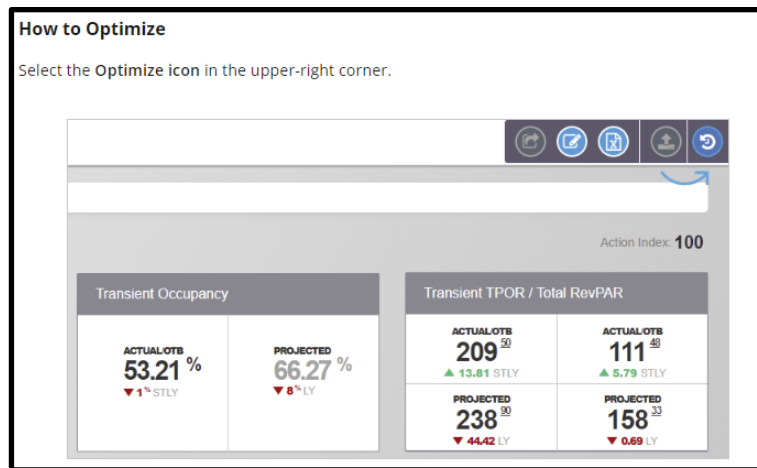
111. Consistent with this, a description of Rainmaker on another industry website explains that Rainmaker includes a "manual override" feature, explaining that "[i]n times of *need and extreme circumstances*, hoteliers should be able to override both forecast and price recommendations"⁵⁸:

- **Manual override** – In times of need and extreme circumstances, hoteliers should be able to override both forecast and price recommendations. rainmaker allows hoteliers to combine the efforts of science-based algorithms and human interaction to provide the most accurate forecast and pricing for your property, whatever the situation.


⁵⁷ *Guestrev – Manage Days Tab – Day View – Rate Recommendations*, Cendyn, <https://help.cendyn.com/hc/en-us/articles/360046920292-Guestrev-Manage-days-tab-Day-View-Rate-recommendations> (last visited Nov. 21, 2023).

⁵⁸ Stayntouch, SNT Integrations: Cendyn, <https://www.stayntouch.com/snt-integrations-new/cendyn/#> (emphasis added) (last visited Nov. 21, 2023).

112. GuestRev provides users functionality at any time to optimize rates and to recalculate pricing recommendations that can then be reuploaded. In addition, GuestRev performs a nightly optimization cycle that produces updated recommendations. In the below window, a user is selecting the option to optimize and receive updated pricing recommendations. The same screen also provides functionality for a user to then send those optimized rates to the property management system. The up arrow icon in the right hand of the window allows the user to send the newly optimized rates directly to the property management system.



Send to PMS

The Send to PMS function sends recommendations or overrides to the PMS. To send a recommendation or override to the PMS, click the Send to PMS icon  in the upper-right corner of the page. Selecting Send to PMS transmits all days marked for upload to the PMS. Days marked for upload are moved to transmitted status until they are accepted or failed by the PMS.

113. GuestRev also provides a color coding feature so that a user can color code the days of the calendar in the revenue management system based on the metric selected. One of the metrics available for color coding is market rate. If “market rate” is the metric selected, GuestRev will color code the calendar to show where the hotel’s rate ranks compared to the market rate. Green means good, i.e., the rate is higher than the market rate. Red means bad, i.e., the rate is lower than the market rate:

Color Coding

Each day of the calendar is color-coded based on the metric selected. When you change metrics, the colors in the calendar update accordingly.

Color	Meaning	Future	Past
Dark green	Very good (top 5%)	18 145%	10 103%
Light green	Good (top 5-10%)	25 130%	15 131%
White	Neutral		
Gray	Date in the past	14 28%	
Light red	Not good (bottom 5-10%)	15 13%	12 10%
Dark red	Bad (bottom 5%)	19 6%	12 6%

114. The calendar available through GuestRev also provides a view that allows the user to track the status of the pricing recommendation's transmittal to the property management system:

When Recommendation Status is selected, the calendar displays the following:

Symbol	Meaning	Color
C	Created	R C
M	Marked for Upload	M
T	Transmitted to PMS	T
A	Accepted by PMS	A
F	Failed	

115. The GuestRev calendar also allows a user to mark a single day or multiple days for uploading pricing recommendations into the property management system for implementation.



116. Rainmaker and Hotel Operators understand that usage of Rainmaker’s revenue management platform constitutes a partial delegation of pricing authority by Hotel Operators to Rainmaker. Rainmaker provides a performance monitor report so that users can “estimate how well the combination of Guestrev and the person(s) managing the property is performing.” The performance monitor report provides measurements of revenues on a daily basis of a hotel’s results based on “Actual,” “First Come First Served,” and “Hindsight Optimal.” The three measurements represent the following: “The Actual values are those actually achieved. First come first served values are based on accepting booking requests in the order they were received until no rooms are available to sell. Hindsight optimal values are based on the best mix of bookings that could be achieved if all unconstrained demand was known in hindsight.”

117. GuestRev also provides an autopilot functionality by which GuestRev automatically sends pricing recommendations that it generates for upload into the PMS. GuestRev provides functionality so that users can monitor the status of recommendation types



1 that are set to autopilot—i.e. automatically implemented by GuestRev into the PMS without any
2 user review:

- Auto Pilot Y/N: Indicates whether this recommendation was automatically approved by the Guestrev system and transmitted to the PMS.

7 118. GuestRev also provides a day view that includes date, day of the week, status,
8 quoted rate, market rate, action index, and revision history. “Action index” is a Rainmaker term
9 that measures the extent of the revenue opportunity that is available. A measurement of 100
10 means that there is a significant revenue opportunity available. In this example, the quoted rate is
11 \$119, the market rate is \$144.35, and the action index is 100—indicating that there is a
12 significant revenue opportunity, i.e., an opportunity to raise prices to match competitors. In this
13 example, GuestRev provides the recommendation to raise prices to take advantage of this
14 revenue opportunity:

Date Column

In the Date column, the date, day of the week, status, quoted rate, market rate, action index and revision history are displayed. To switch to the Day View for a date in the range, click the date link.

Date	Room Category	Recommendations			
		Chl Segment	Previous	Rec/Ovrd	Persist
Nov 15, 2017 Wednesday  Transmitted Transmitted to PMS by RTAR at 9:21 AM, 03/08/2019 Action Index: 100 Quoted Rate: 119.00 Market Rate: 144.35 	DELUXE Capacity: 918 Rem. Yield Capacity: 440 Shadow Price: 0	1000+ 750+ 500+ 300+ 250+ 200+ 150+ 125+ 100+ 75+ 50+	CROOM CROOM CROOM CROOM CROOM CROOM CROOM CROOM CROOM CROOM CROOM	250 ⁰⁰ 33 ⁰⁰ CROOM CROOM CROOM CROOM CROOM CROOM CROOM CROOM 22 ⁰⁰	<input checked="" type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>

119. One of the main tabs that GuestRev provides is a “competition tab.” The competition tab is where users can review and update competitor rates in order to ensure the “most accurate market rate calculation.”⁵⁹ The competitor rates in GuestRev are provided by automated rate shopping services, such as Revcaster, or by a user’s own research. When a rate shopping service is used, the rates may be automatically updated. Through the competition tab, users can filter competitor rates:

⁵⁹ *Guestrev – Competition Tab – View Competitor Rates*, Cendyn, <https://help.cendyn.com/hc/en-us/articles/360046916892-Guestrev-Competition-Tab-View-Competitor-rates> (last visited Nov. 21, 2023).

Narrow the View of Competitor Rates

To limit the list of Competitor Rates by date, select a Start Date and End Date then select **Apply**. Then use the filters at the top of each column or click the arrow at the top of any column to sort the table by that field to locate your desired rates.

		From: Dec 24, 2019	To: Dec 31, 2019				Apply	Setup Competitors		Export
DOW	Inventory Date	GRANDLE \$	Market Rate \$	COMP2 (11/29 %) Competitor 5	COMP1 (11/29 %) Competitor 7	COMP2 (11/29 %) Competitor 2	COMP4 (11/29 %) Competitor 4	COMP1 (11/29 %) Competitor 1	COMP5 (11/29 %) Competitor 5	COMP2 (11/29 %) Competitor 5
TU	12/04/2019	116.10	156.51	-	158.95	-	-	-	-	143.58
WF	12/05/2019	116.10	151.05	-	158.95	-	-	-	-	146.17
TH	12/06/2019	265.10	141.96	-	158.95	-	-	-	-	156.68
FR	12/07/2019	-	55.32	-	176.01	-	-	-	-	157.26
SA	12/08/2019	280.80	171.07	-	166.05	-	-	-	-	129.51
SU	12/09/2019	116.10	134.65	-	114.00	-	-	-	-	115.55
MO	12/10/2019	143.10	143.16	-	125.01	-	-	-	-	134.66
TU	12/11/2019	116.10	148.03	-	136.08	-	-	-	-	134.15

120. GuestRev also has functionality to remind users to ensure that they are using current competitor rates for purposes of their pricing recommendations. Competitor rates that have not been updated for the current day are referred to as “stale” competitor rates, and are highlighted in red:

Competition

- A new column displays the Day of Week (DOW) for each inventory date.
- Competitor rates that have not been updated for the current day, which are referred to as "stale" competitor rates, are now highlighted in red.

		From: Feb 15, 2020	To: Feb 26, 2020			Apply	Setup Competitors		Export
DOW	Inventory D...	Hotel Orig...	Market Rat...	CO1 (6.00 %) Comp1	CO2 (4.00 %) Comp2	CO3 (15.00 ...) Comp3	CO4 (3.00 %) Comp4		
SA	02/15/2020	305.00	135.20	210.00	185.00	285.00	169.00		
SU	02/16/2020	134.00	48.00	185.00	160.00	150.00	60.00		
MO	02/17/2020	116.00	48.00	139.00	110.00	135.00	60.00		
TU	02/18/2020	152.00	48.00	169.00	118.00	135.00	60.00		
WE	02/19/2020	188.00	48.00	169.00	118.00	135.00	65.00		
TH	02/20/2020	116.00	63.20	169.00	120.00	114.00	79.00		
FR	02/21/2020	278.00	159.20	200.00	195.00	275.00	219.00		
SA	02/22/2020	332.00	167.20	210.00	195.00	290.00	219.00		
SU	02/23/2020	188.00	79.20	185.00	160.00	180.00	99.00		

121. GuestRev also provides functionality for users to create reports, including a number of standard report types. Users may customize features including the date range the reports cover, the properties encompassed, and the users who will receive emails containing the

reports. Users may also choose the cadence for which they will receive the reports, including on either a weekly or monthly basis.⁶⁰ For example, GuestRev provides a “recommendation process summary report” that allows users to monitor all actions taken on a particular day with respect to daily recommendations. The report includes information on (1) the number of “auto pilot” recommendations—i.e. recommendations generated and directly sent by GuestRev to a property management system; (2) the number of recommendations generated by the system, reviewed by a user, and sent to the PMS on the processing date; and (3) the total number of recommendations generated by the system on the processing date.⁶¹ GuestRev also separately provides a “recommendation report” that tracks, among other things, whether each GuestRev recommendation was “automatically approved by the Guestrev system and transmitted to the PMS” as well as an “action index,” which is described as “the revenue impact of the difference between the current control settings and recommended settings”⁶²:

- Action Index for Inv Date (Action Index for Inventory Date): The number used to describe the revenue impact of the difference between the current control settings and recommended settings, and time left to take action. An action index is between 0 and 100. The higher the number, the higher the priority for review.

122. On its website, Cendyn also provides a set of tutorial videos that carefully “demonstrate how a revenue management professional uses guestrev on a daily basis to review hotel performance and rate recommendations to maximize revenue for their hotel.”⁶³

⁶⁰ *Guestrev – Reports Tab – Create Reports*, Cendyn, <https://help.cendyn.com/hc/en-us/articles/360047342891-Guestrev-Reports-tab-Create-Reports> (last visited Nov. 21, 2023).

⁶¹ *Guestrev – Recommendations Process Summary Report*, Cendyn, <https://help.cendyn.com/hc/en-us/articles/360047343171-Guestrev-Recommendation-Process-Summary-Report> (last visited Nov. 21, 2023).

⁶² *Guestrev – Recommendation Report*, Cendyn, <https://help.cendyn.com/hc/en-us/articles/360046917732-Guestrev-Recommendation-Report> (last visited Nov. 21, 2023).

⁶³ *Guestrev – A Day in the Life – Calendar Metrics*, Cendyn, <https://help.cendyn.com/hc/en-us/articles/360050498211-Guestrev-a-day-in-the-life-calendar-metrics> (last visited Nov. 21, 2023).

1 recommendation. This is to ensure that the user validates whether they should continue to
 2 override the pricing recommendation, or instead accept it⁶⁵:

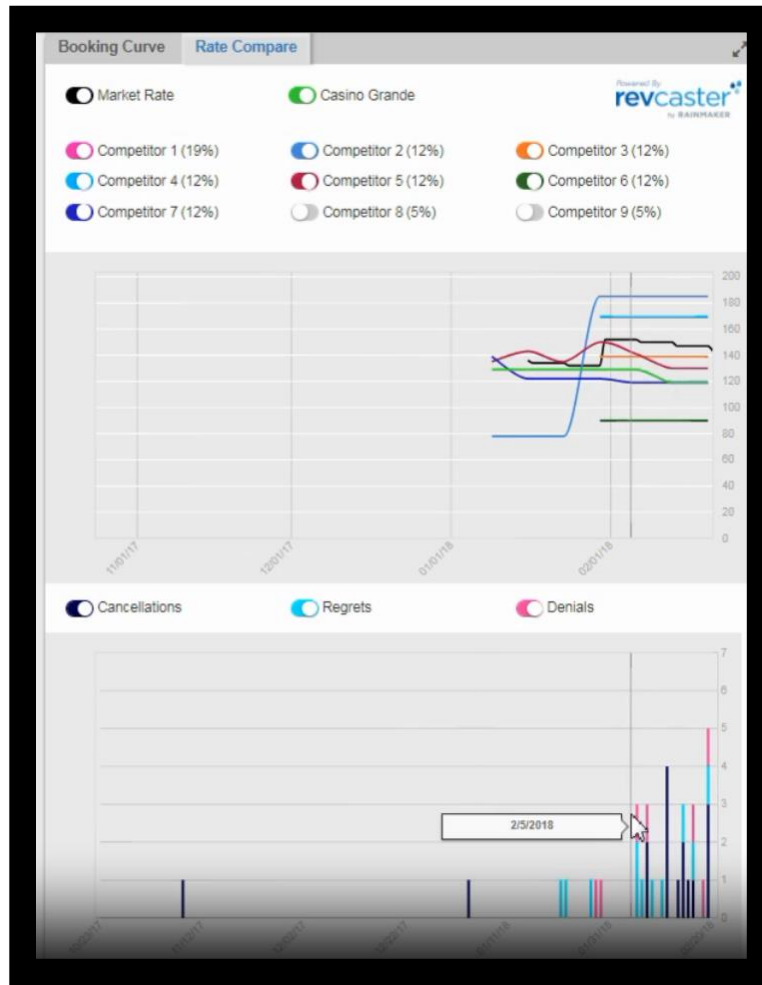
3
 4 **Action Index** - provides useful information to the RM to identify days with significant revenue
 5 opportunity. The Action Index is generated by Guestrev during the optimization process and
 6 represents revenue opportunity. Dates with a higher Action Index have more revenue opportunity.
 7 Action Index values can vary between 0, representing no revenue loss, and 100, which represents the
 8 highest revenue loss.

- 9 • Variance between the rate and overbooking recommendations and the current rate and
 10 overbookings levels as well user overrides factor into the value of the Action Index. Overrides have
 11 a high Action Index as a reminder to validate the continuing need for the override. All dates with an
 12 Action Index higher than 50 should be reviewed.

13 125. The tutorial then walks through an example where the Action Index is 100,
 14 indicating a significant revenue opportunity. As part of the analysis in this example, the tutorial
 15 reviews how a revenue manager will use GuestRev to review competitor pricing through the
 16 “rate compare” feature. As the tutorial explains, the feature provides “an overview of competitor
 17 pricing over time for the property-defined competitor defined set.” An accompanying figure
 18 shows lost business due to cancellations, regrets, or denials of reservations. The narrator explains
 19 that you can use these two graphs to see if “any pricing changes in the market” correlate to
 20 competitor cancellations. A screenshot from this section of the tutorial is shown below⁶⁶:

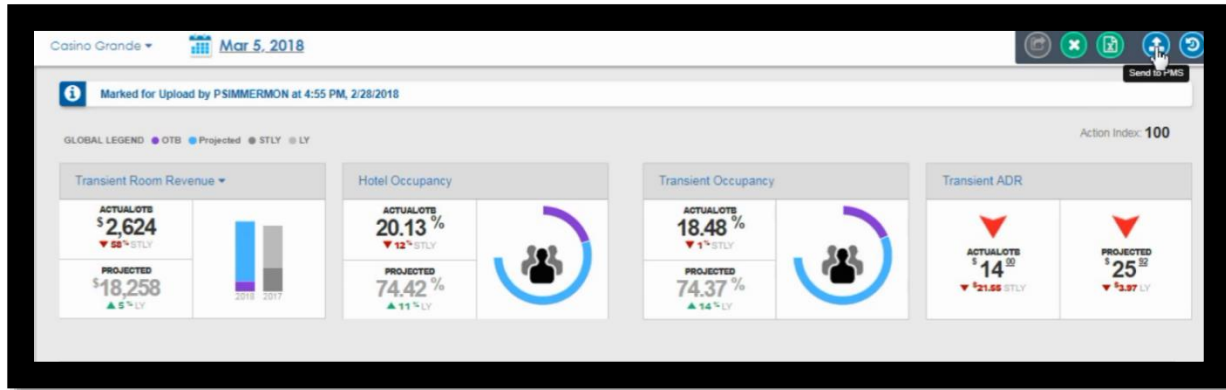
21
 22
 23
 24
 25 ⁶⁵ *Guestrev – A Day in the Life – Calendar Metrics*, Cendyn, <https://help.cendyn.com/hc/en-us/articles/360050498211-Guestrev-a-day-in-the-life-calendar-metrics> (last visited Nov. 21, 2023).

26
 27 ⁶⁶ *Guestrev – A Day in the Life – Booking Curve & Competitive Rates*, Cendyn, <https://help.cendyn.com/hc/en-us/articles/360047343711-Guestrev-a-day-in-the-life-booking-curve-competitive-rates> (last visited Nov. 21, 2023).
 28



126. The narrator of the “rate recommendation upload” tutorial then walks through a hypothetical where pricing recommendations for higher prices would be generated: “the hotel is pacing behind last year...the projected occupancy is higher and it is projected to be behind in ADR. Additionally, **we are priced below the average market rate.** With this research, we’ve

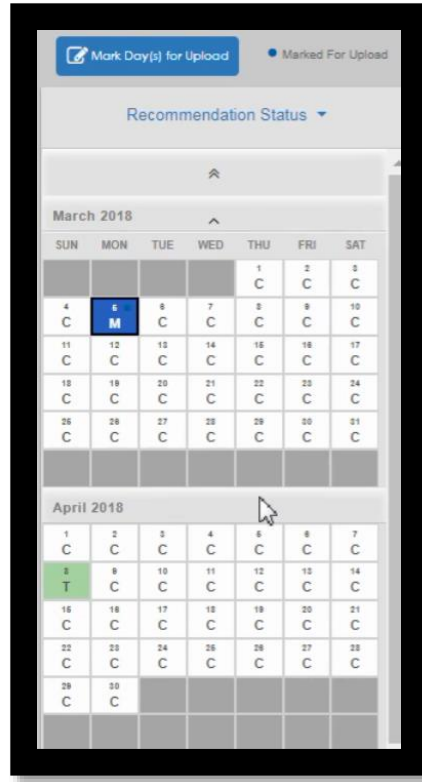
determined to accept the pricing recommendations.” The video then walks the user through how to upload the pricing recommendations and send them to the property management system⁶⁷:



127. After sending the rates for upload into the PMS, the user can then confirm that the rates have been successfully loaded into the PMS by filtering by “recommendation status.” The narrator of the tutorial explains each step of the process by which the rates are sent to the PMS: “here you can see that the ‘C’ represents ‘created’ and this indicates that the recommendation for this date is either new or a new status was requested. An ‘M’ for ‘marked’ indicates that the dates were marked for upload, and this is the first step to upload the rate. The ‘T’ stands for ‘transmitted’ and indicates dates where the rate was sent to the PMS. These rates recommendations are in route to the PMS and this is the final step to upload rates. Once the PMS accepts the recommendation and is updating, the ‘T’ will change to an ‘A’ for ‘accepted.’ Most of these recommendations are updated within a few minutes depending on how many days are sent at one time”⁶⁸:

⁶⁷ *Guestrev – A Day in the Life – Rate Recommendation Upload*, Cendyn, <https://help.cendyn.com/hc/en-us/articles/360047343751-Guestrev-a-day-in-the-life-rate-recommendation-upload> (last visited Nov. 21, 2023).

⁶⁸ *Id.*



b. GroupRev

128. GroupRev is a Rainmaker pricing tool first launched in 2013 that focuses on pricing for group travel and recommends room rates for hotels to charge to groups of guests.⁶⁹ Rainmaker marketed GroupRev as an “innovative software solution that utilizes a scientific modeling and elasticity-based approach to solve the many longstanding challenges associated with group forecasting and pricing,” explaining that GroupRev “compiles all the data from multiples sources, from multiples locations”, “automat[es] the group pricing process,” and “delivers a total group revenue lift in the range of 5-10%”—thus allowing revenue managers to say “goodbye gut” and “hello science”⁷⁰:

⁶⁹ As noted above, while Rainmaker first launched GroupRev in approximately 2013, it was not until 2015 that any Las Vegas customers began using it.

⁷⁰ See <https://web.archive.org/web/20130116072801/http://www.letitrain.com/gaming-and-hospitality-product-suite/products/grouprev/> (last visited Nov. 20, 2023).



The most innovative sales empowerment tool for group forecasting and pricing

GroupREV® is an innovative software solution that utilizes a scientific modeling and elasticity-based approach to solve the many longstanding challenges associated with group forecasting and pricing. Simply stated, this standalone system delivers a better way to forecast and price rooms for groups using a whole new level of sophistication and efficiency.

Goodbye Gut. Hello Science.

Over the years, quoting group business, to a large extent, has been based on displacement analysis and gut instinct. A void in technology has been a principal reason for this unscientific, rather narrowcast pricing methodology.

GroupREV® is *the technology* that fills this void. Highly sophisticated, yet remarkably easy-to-use, this innovative system advances group pricing beyond time-consuming, manual methodologies to a new, higher level of science and sophistication – specifically, dynamic predictive behavioral modeling and advanced pricing optimization.

Quote with Confidence

Armed with the strong scientific foundation of the system, **GroupREV®** empowers sales managers and sales leaders to quote with confidence by providing a market-based range of rates targeted to the specific needs of each prospective group customer. It allows them to be more strategic and gives them greater confidence to quote rates and drive optimal revenue for each and every group booking.

Make Faster, Better Decisions

Sales managers typically spend significant time and energy tracking down and pouring through data to arrive at group rates they are comfortable with quoting. This necessary gathering of analytical data means they often forfeit valuable time to better understand and address the needs of their prospective customers.

GroupREV® compiles all the data from multiple sources, from multiple locations, and houses it in one section. Using this data, the system quickly (in seconds!) and accurately delivers three levels of group pricing intelligence – expressed as a floor rate, an optimal rate, and a ceiling rate. By automating the group pricing process, **GroupREV®** frees up the sales team to channel more time and energy on building the critical relationships fundamental to success and, as importantly, gives them a pricing range to confidently negotiate to win the business and at the most profitable rate for the hotel.

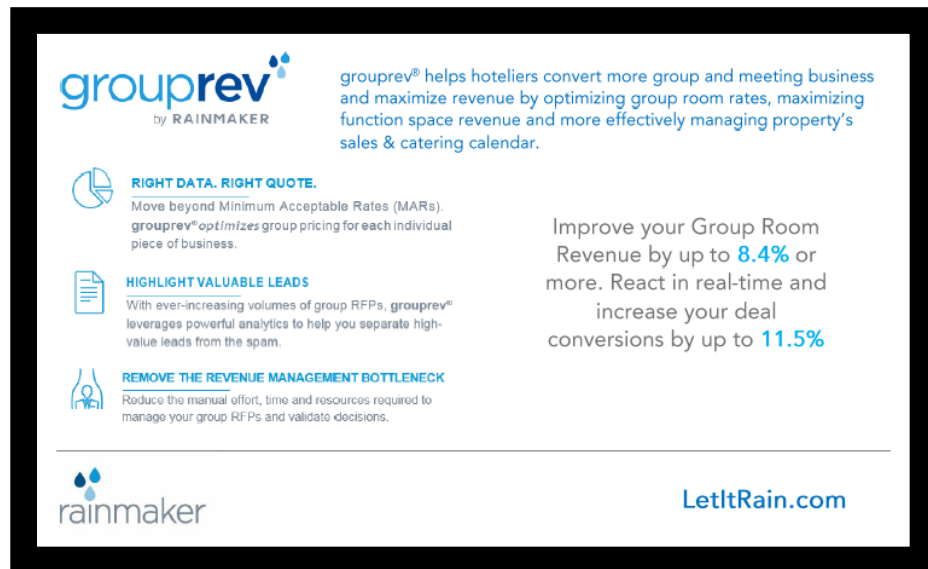
Delivering Measurable Results

GroupREV® delivers a total group revenue lift in the range of 5-10%. The system results can also be measured by fewer lost deals, improved materialization of won deals, higher rates for less price-sensitive groups, and a reduction in transient lost business.

129. In 2017, Rainmaker introduced a significant upgrade to GroupRev that focused on forecasting demand for customers that book in groups (for example, groups of 10 or more attending conferences or conventions). Rainmaker advertised that this feature addressed the previous “risk for hotels and casinos of underpricing both transient and group business for future dates that may have considerable group demand,” and advertised its “[g]ranular forecasts by day

and by group segment.” According to one Rainmaker customer, Jamie Peña, VP of revenue management at Omni Hotels & Resorts, “Rainmaker’s automated group forecasting element is the last missing piece of the puzzle for revenue optimization.” Peña praised “[t]he ability to create custom personalized dashboards that display market data in any format . . . [a]nd the data itself is more powerful than ever with the addition of real-time rate shopping.”⁷¹

130. In a 2019 brochure, Rainmaker advertised that GroupRev helps Operator Defendants “maximize revenue by optimizing group room rates” by using the “right data,” and that GroupRev can “improve . . . group room revenue by up to 8.4% or more”⁷²:



131. According to a 2019 article by Rainmaker’s Tammy Farley in Gaming & Leisure Magazine, “[g]roup business represents a substantial and growing source of potential revenue for casino properties” at a time when casino resort operators were “constantly seeking opportunities to maximize profits beyond the casino floor.” Farley went on to emphasize that “[t]he growth of group business is making it more important than ever to maximize profitability beyond the

⁷¹ Newsroom, *The Rainmaker Group introduces group forecasting*, HOTEL MANAGEMENT.NET (Mar. 14, 2017), <https://www.hotelmanagement.net/tech/rainmaker-group-introduces-group-forecasting> (last visited Jan. 23, 2023).

⁷² “Rainmaker at a Glance” Media Kit at 15.

gaming floor with a robust revenue management strategy,” and described how operators could “dynamically adjust rates based on actionable market data that incorporates factors like your competitive set and length of stay” as well as “real-time market conditions, the impact of seasonality, unexpected events, and revealing anomalies that are often missed when utilizing manual methods”:

Scientific & Strategic Pricing

Pricing has the greatest impact on your bottom line. In the same way you base your comp/no-comp strategy on individual customer value, you must optimize group rates to reflect each group’s total spend across your entire property. With a configurable pricing tool, you stop gambling on the time-consuming and ineffective process of setting static minimum acceptable rates (MARs). Instead, you can dynamically adjust rates based on actionable market data that incorporates factors like your competitive set and length of stay.

A scientific solution performs extensive calculations to generate an array of rates aligned with the unique value of each group. You drive conversions and ensure that your property is awarding the right customers with the right rates at the right time to maximize total group profitability, all while ensuring there is appropriate inventory for forecasted transient demand at a rate that is appropriate.

Forecasting for Success

Not only is it necessary to price group sleeping rooms optimally, it is also critical that your function space usage is maximized; and for this, you need to accurately forecast group demand. You must understand when to fill which meeting space with what group, and when to release facilities to local sales and catering for free sale.

A sophisticated forecasting tool closely integrates with your property management system and evaluates the myriad factors influencing demand patterns in your region and at your hotel. It takes demand analysis to a truly granular level, accounting for realtime market conditions, the impact of seasonality, unexpected events, and revealing anomalies that are often missed when utilizing manual methods.⁷³

⁷³ Tammy Farley, *Beyond the Casino Floor: Casino Hotels Score Big with Group Business*, Gaming & Leisure (Spring 2019) at 36-38, available at <https://bluetoad.com/publication/?i=572731&p=1&pp=1&view=issueViewer>.

132. An ad from the 2019 issue of Gaming & Leisure emphasizes that GroupRev provides users' sales teams with "instant pricing":



c. RevCaster

133. RevCaster is a "price comparison tool" that Rainmaker added to its repertoire in 2015 after acquiring a private company, Revcaster LLC, in March 2015.⁷⁴ Following the acquisition, Rainmaker integrated RevCaster into GuestRev. RevCaster is a "competitive rate-shopping instrument . . . [that] provides deep-dive local knowledge and analysis so hoteliers can monitor market changes and maximize ADR [Average Daily Rate]."⁷⁵⁷⁶

⁷⁴ *The Rainmaker Group Acquires RevCaster LLC*, Hospitality Newsmaker Alert (March 2015), <https://newsmakeralert.com/RainmakerGroup-031715.html>.

⁷⁵ *Revcaster® meets hospitality industry demand for better tools to monitor the competition; The Rainmaker Group sees rapid growth for price comparison solution*, Hospitality Net (Oct. 13, 2015), <https://www.hospitalitynet.org/news/4072130.html>.

⁷⁶ Average Daily Rate is one of several key hotel performance indicators that is calculated by dividing total room revenue by the number of rooms sold.

134. RevCaster allows clients to monitor and respond to competitor pricing by collecting market-specific price data from competitors. As Rainmaker explained in a 2015 press release:

The Revcaster market analytics solution, including competitive rate shopping and its first version of complementary functionality and workflow with GuestREV, will help hoteliers improve their market channel management and competitive pricing for better decision making. Rainmaker provides the only revenue management solution suite that has an integrated price comparison component for helping hoteliers maximize ADR and drive higher profits.⁷⁷

135. A 2019 Rainmaker brochure likewise advertises that RevCaster “monitors rate parity, helps ensure that pricing strategies reflect dynamic market conditions, and brings increased opportunity to drive higher profits”⁷⁸:



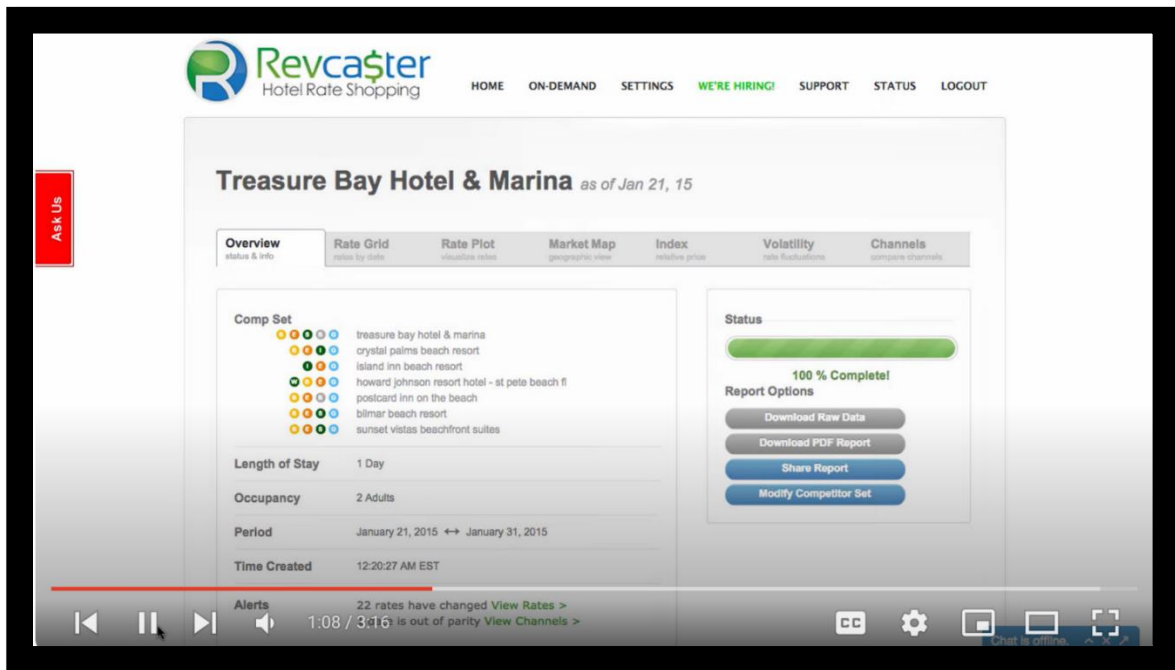
136. At the time of the RevCaster acquisition, Amar Duggasani, Chief Strategy Officer at Rainmaker, stated: “[t]he Revcaster acquisition is part of our continued strategy to provide effective analytical solutions that increase revenue for operators in the hospitality and gaming

⁷⁷ *GuestREV® Mobile, New GroupREV® Functionality, and Market/Business Intelligence ‘Steal Show’ at Rainmaker Client Summit*, PRWeb (Mar. 27, 2015), https://www.prweb.com/releases/guestrev_mobile_new_grouprev_functionality_and_market_business_intelligence_steal_show_at_rainmaker_client_summit/prweb12611855.htm.

⁷⁸ “Rainmaker at a Glance” Media Kit at 16.

1 industry. There are no other hotel revenue management solutions that provide a market
2 intelligence and competitor rate shopping solution.”⁷⁹

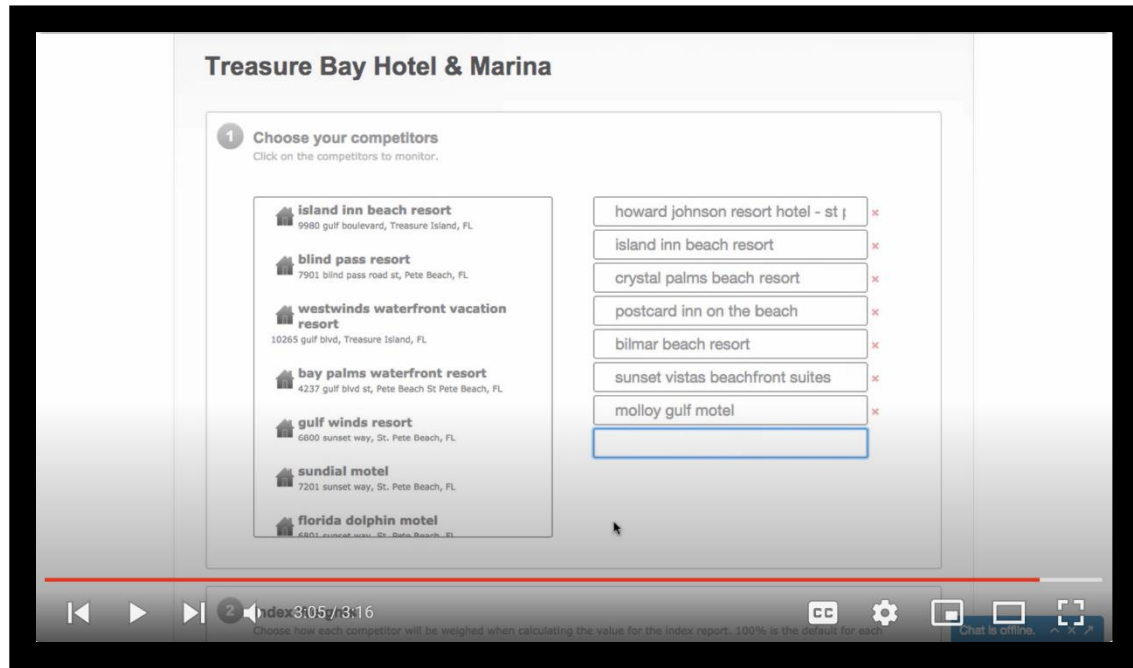
3 137. A series of 2015 Revcaster instructional videos shed light on how the product
4 worked when Rainmaker acquired it in 2015. One explains that Revcaster’s “Overview” tab is
5 the first tab that a hotel operator sees when using the program. The Overview tab shows the
6 specific competitor hotels whose rates are being monitored as part of the hotel’s “comp set.” On
7 a daily basis, Revcaster collects advertised rate information from a hotel’s competitors⁸⁰:



⁷⁹ Nancy Nevins, *The Rainmaker Group Acquires Revcaster LLC*, PRWEB (Mar. 17, 2015), <https://www.prweb.com/releases/2015/03/prweb12587845.htm> (last visited Jan. 23, 2023). Duggasani later claimed that he lead to Rainmaker’s growth and eventual exit for more than \$340 million. *See About Us, Executive Team: Amar Duggasani*, Healthlink Dimensions, <https://www.healthlinkdimensions.com/amar-duggasani>. His LinkedIn further states he “[l]ed the strategy and oversight of the complex legal process to address Department of Justice concerns (HSR Notification and Second Request) related to the deal.” *See* <https://www.linkedin.com/in/amarduggasani/details/experience/>.

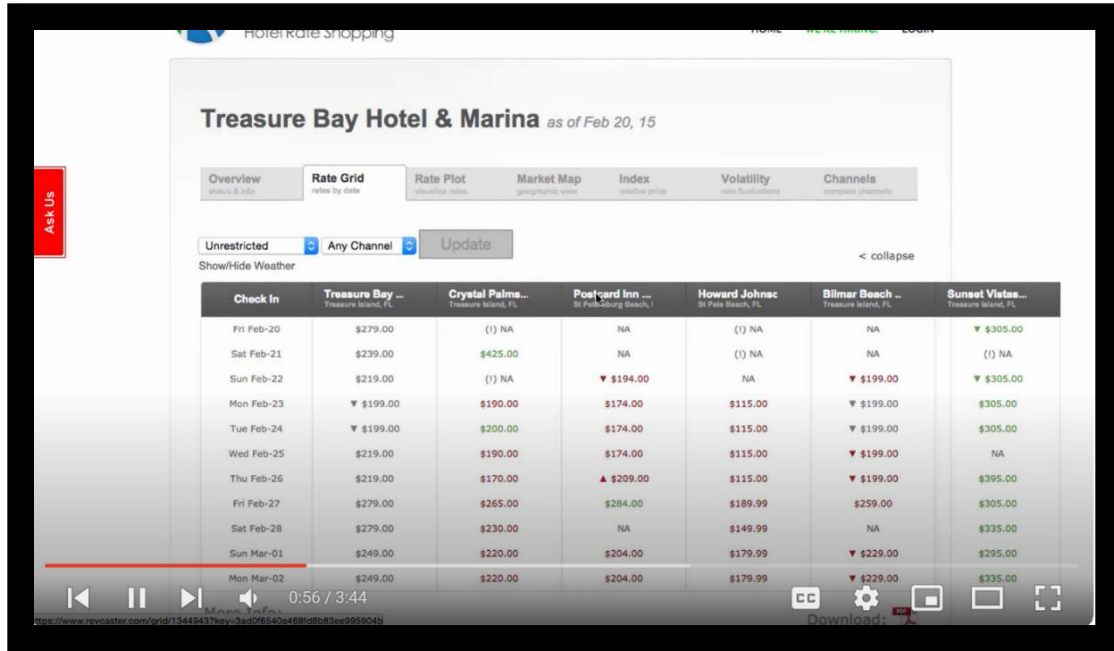
⁸⁰ *Revcaster Report Review – Overview Tab*, available at <https://www.youtube.com/watch?v=PUMOH-dQKAg&list=PLBdQS52z2FT3O-ygGcQkgsmSOa128sx3c&index=1>.

138. The video explains that Revcaster users were able to modify the competitors that comprise their competitor set at any time. Revcaster provided a list of hotels, sorted by distance from the user's property, that the user could select for monitoring:

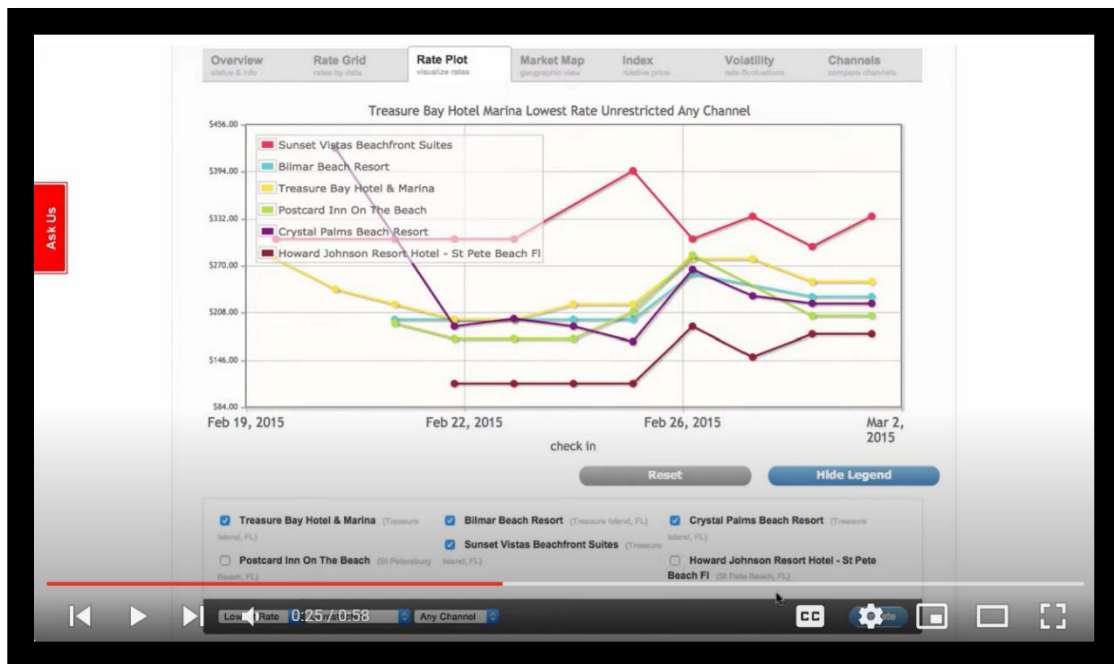


139. Revcaster also provided a “Rate Grid” tab for users to monitor changes in their competitor rates. In the example below, taken from another 2015 instructional video, the up arrows indicate that the competitor rate has increased while down arrows indicate that the competitor rate has decreased. A user can update the rate grid at any time by simply hitting the “update” button⁸¹:

⁸¹ *Revcaster Report Review – Rate Grid Tab*, available at <https://www.youtube.com/watch?v=4Jrt444RdV0&list=PLBdQS52z2FT3O-ygGcQkgsmSOa128sx3c&index=2>.

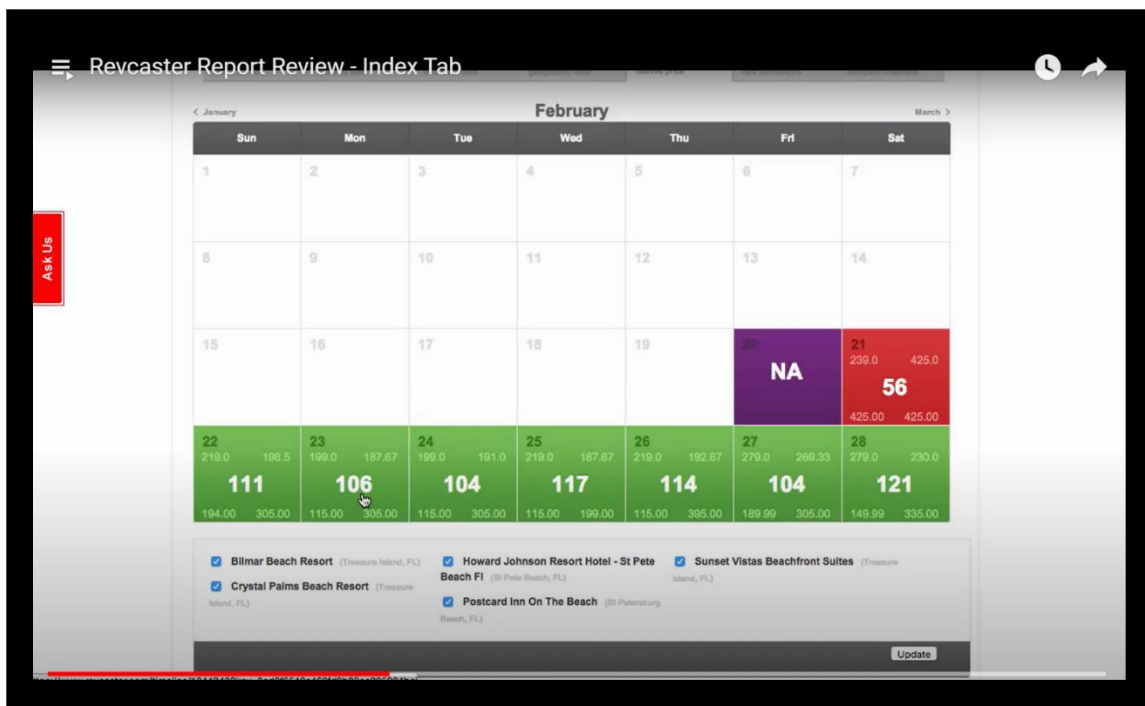


140. RevCaster provided the same rate monitoring functionality in a variety of forms. Another video discussing RevCaster's "Rate Plot" tab demonstrates how users could visualize competitors' rate changes over time⁸²:



⁸² RevCaster Report Review – Rate Plot Tab, available at https://www.youtube.com/watch?v=T1wpSrZLU_c&list=PLBdQS52z2FT3O-ygGcQkgsmSOa128sx3c&index=3.

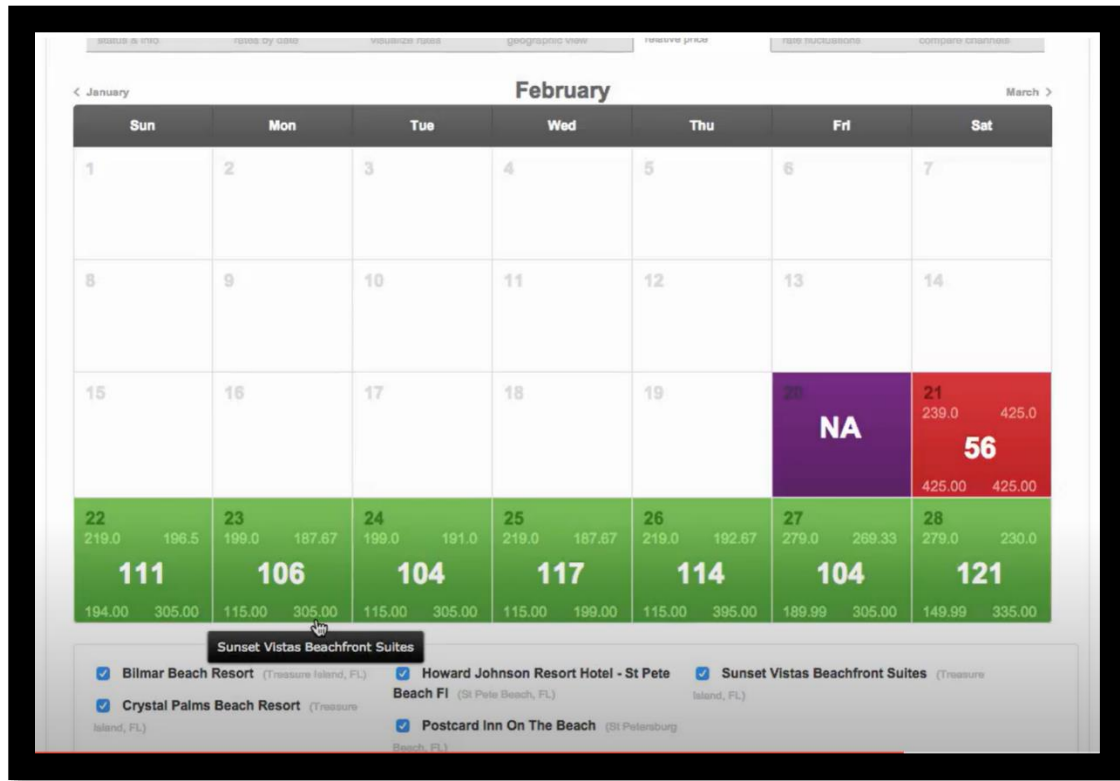
141. Revcaster also provided an “Index Tab,” which provided an overview of a hotel operator’s price relative to its competitor set. The comparison is done in the form of what Revcaster called a “rate index.” As explained in a tutorial video, the rate index was created by taking the hotel’s price each day and dividing it by the average price of their competitors.⁸³ The index is out of 100, so each day shown below where the number (in white) is above 100 means a hotel operator’s prices were above the average, and the square is marked green. For the days where the operator’s prices were below the index, the square is marked in red:



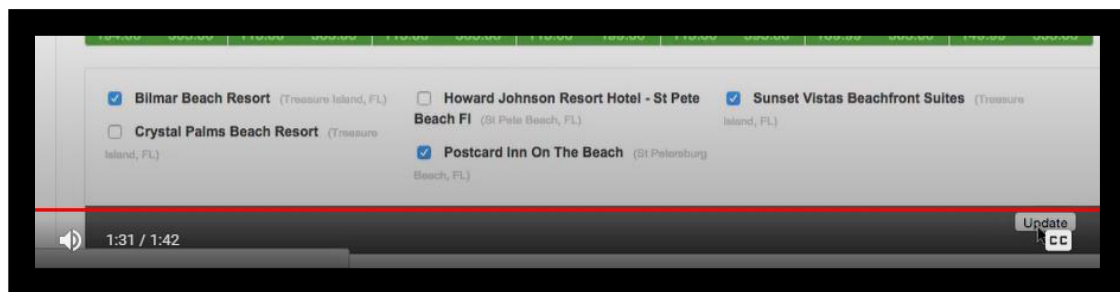
142. The video goes on to explain that, for each day, a user is shown average high and low prices, along with the name of the competitor associated with that price. In the screen below, the video explains that \$199 represents the hotel operator’s price that day; \$187.67 is the average price for the operator’s competitors; \$115.00 represents the lowest price offered by any of the

⁸³ *Revcaster Report Review – Index Tab*, <https://www.youtube.com/watch?v=AP01YcprN3E&list=PLBdQS52z2FT3O-ygGcQkgsmSOa128sx3c&index=6>

operator's competitors that day (and identifies which competitor is the source of that price); and \$305.00 represents the highest price being offered that day by any of the operator's competitors (and identifies which competitor is the source of that price). The user hovers over the highest rate in order to see which competitor is offering that rate:



143. At this time, it was also possible for the operators to select or adjust a subset of competitors in the index by checking or unchecking the box next to their names and clicking “Update”:



144. Consistent with these videos, Daniel Wise, President of Revcaster, confirmed that customers using Revcaster “know rates and availability at all properties in their market” and also

1 their “average position against the competition.”⁸⁴ One client representative, Vinayak Zore,
 2 senior director of operations for Westmont Hospitality Group, stated that Revcaster allows
 3 managers to “know rates and availability at all properties in their market.” Specifically,
 4 managers can “**click on a comp property and see each room type and its rate.**” Zore also
 5 stated that “Revcaster gives my division’s GMs a clear, real-time understanding of their comp-
 6 set’s rates to help us increase revenue.”⁸⁵

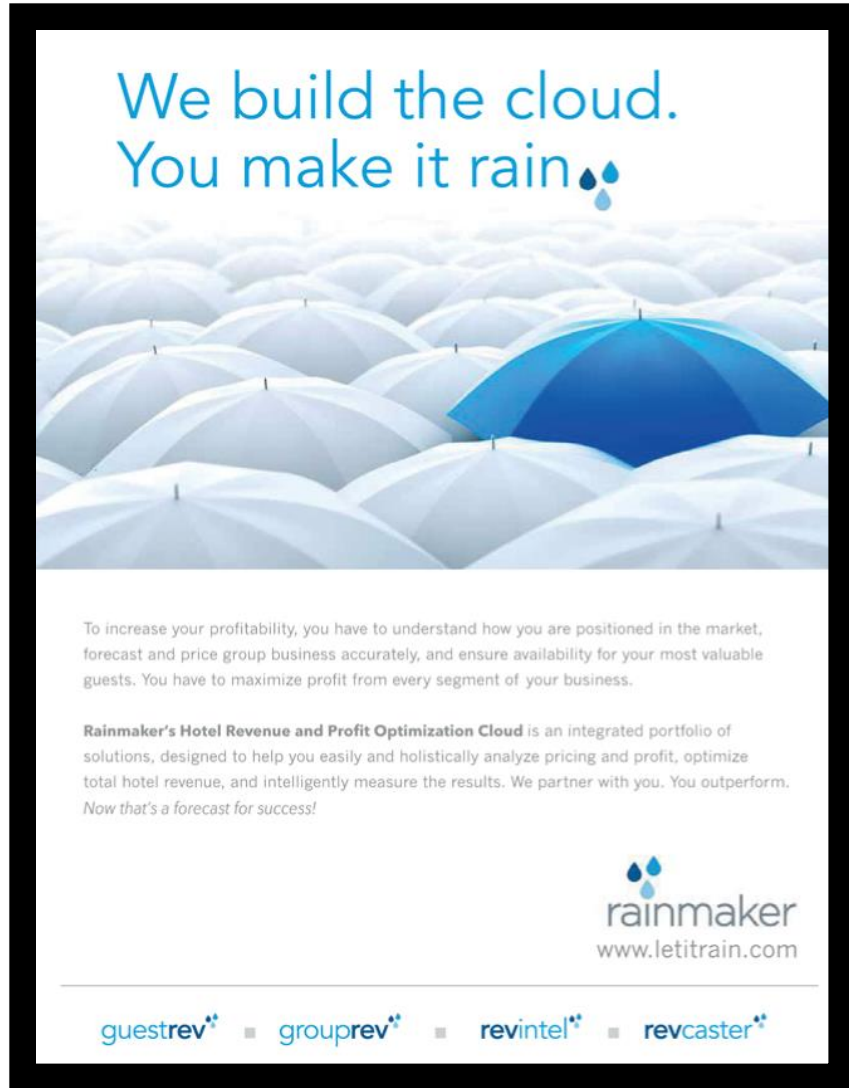
7 145. Rainmaker released the “next generation RevCaster platform” in 2017. It
 8 advertised that RevCaster’s “data transparency provides hoteliers with the relevant information
 9 they need to identify opportunities and to make pricing decisions and changes that will drive
 10 better revenue outcomes for their operation.” Among the “key features” of the updated version
 11 were “enhanced rate shopping tools, which provide competitive intelligence functionalities and
 12 analytics.”⁸⁶

13 146. Consistent with this, an ad from Gaming & Leisure’s Winter 2017 edition
 14 emphasizes that, “[t]o increase your profitability, you have to *understand how you are positioned*
 15 *in the market*” and “forecast and price group business accurately”:
 16
 17
 18
 19
 20
 21
 22

23 ⁸⁴ Revcaster Rate Shopping Data Optimizes Rates for Westmont Hospitality Group
 24 Properties, HOTEL ONLINE (Apr. 1, 2015), [https://www.hotel-
 25 online.com/press_releases/release/revcaster-rate-shopping-data-optimizes-rates-for-westmont-
 26 hospitality-group/](https://www.hotel-online.com/press_releases/release/revcaster-rate-shopping-data-optimizes-rates-for-westmont-hospitality-group/) (last visited Jan. 23, 2023).

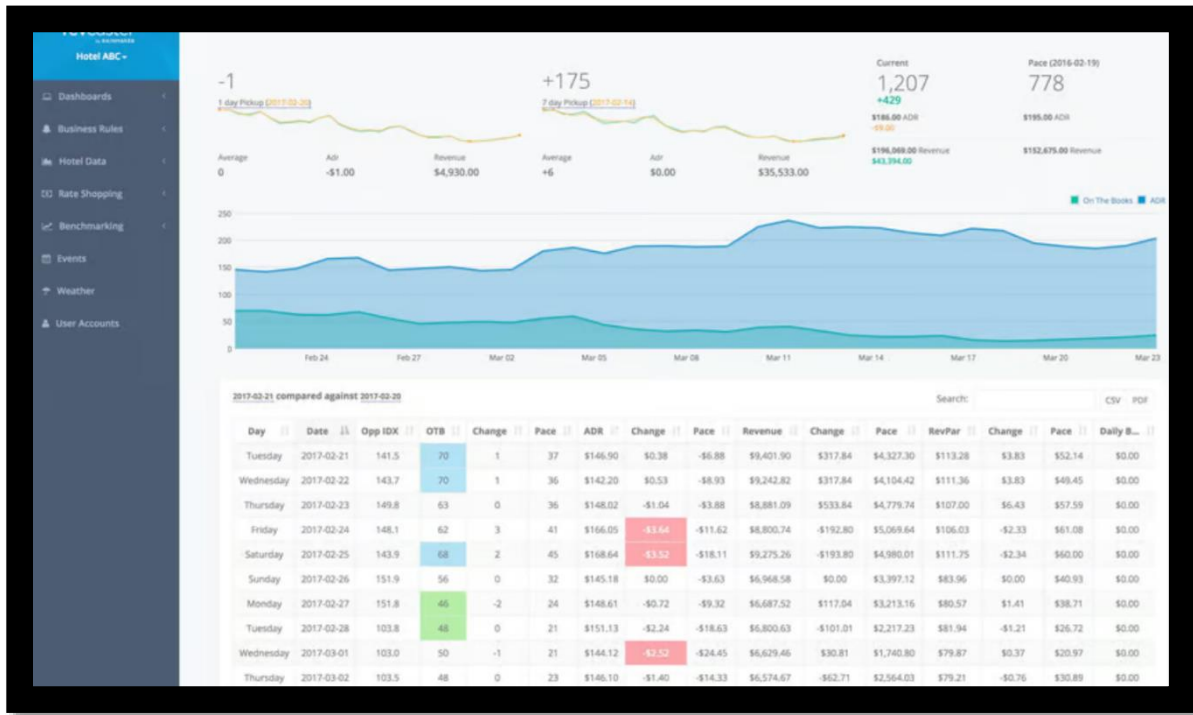
27 ⁸⁵ Vinayak Zore, *Optimization through rate shopping*, LinkedIn (April 1, 2015),
 28 <https://www.linkedin.com/pulse/optimization-through-rate-shopping-vinayak-zore/>.

⁸⁶ Newsroom, *Rainmaker Group debuts next-generation revcaster platform*, HOTEL
 MANAGEMENT (Apr. 12, 2017), [https://www.hotelmanagement.net/tech/rainmaker-debuts-next-
 generation-revcaster-platform](https://www.hotelmanagement.net/tech/rainmaker-debuts-next-generation-revcaster-platform) (last visited Jan. 23, 2023).



147. A description of the 2017 revamp of RevCaster shows that it allows users to creates customizable dashboards that can be used to set prices and increase revenue. An example dashboard includes day-by-day pricing data as well as the options to look at “Rate Shopping” or “Benchmarking” data, which are references to competitor data⁸⁷:

⁸⁷ Newsroom, *Rainmaker Group debuts next-generation revcaster platform*, HOTEL MANAGEMENT (Apr. 12, 2017), <https://www.hotelmanagement.net/tech/rainmaker-debuts-next-generation-revcaster-platform> (last visited Jan. 23, 2023).



148. The announcement also specifically touted enhancements in RevCaster’s rate shopping, stating “The next generation revcaster platform also includes enhanced rate shopping tools, which provide competitive intelligence functionalities and analytics. This revcaster next generation rate shopping solution provides significant enhancements to the functionality of the original revcaster solution, including the ability to create custom dashboards, widgets and rules/alerts based on rate shopping data.”

149. In 2019, Rainmaker announced that it had selected the company OTA Insight as a “strategic partner for rate intelligence,” and that it would be migrating RevCaster customers to OTA Insight’s “Rate Insight” tool, which it described as “the industry’s leading rate shopping and market intelligence provider.” Rainmaker explained that this would “allow customers to retain their current benefits and take advantage of the additional capabilities of the Rate Insight

1 solution.”⁸⁸ As noted above, GuestRev today continues to provide functionality to automatically
 2 incorporate competitor pricing data obtained through competitor rate shopping services.

3
 4 **B. Defendant Hotel Operators’ Adoption of Rainmaker’s Revenue Management System**

5 150. Operator Defendants began using Rainmaker’s revenue management system at
 6 various points in time. At least as early as 2015, as discussed further below, Operator Defendants
 7 were able to collectively use the Rainmaker platform to raise room prices to artificially high rates
 8 for a sustained period. Indeed, as noted above, as early as 2010, Rainmaker was publicly
 9 boasting that its “customer list” among “Las Vegas casinos” included “nearly every property but
 10 the Venetian,” including Harrah’s, Caesars, Wynn Las Vegas, MGM, and Hard Rock. Since that
 11 time, Rainmaker, and later Cendyn, have continued to regularly and publicly promote the fact
 12 that Operator Defendants are among its clients, including in press releases, industry trade
 13 publications, and promotional videos.

14 151. **Caesars Entertainment/Harrah’s.** In or around late 2004, Caesars
 15 Entertainment began using Rainmaker’s products across its “entire domestic portfolio,”
 16 according to an August 2004 Supply & Demand Chain Executive article, which then “include[d]
 17 such names as Bally’s, Caesars, Flamingo, Grand Casinos, Hilton casinos and Paris Las Vegas.”⁸⁹
 18 At the time, Rainmaker’s casino revenue management platform was called the “Advanced
 19 Revenue Management System, or “ARMS,” which later became GuestRev.

20 152. No later than 2007, Harrah’s began using Rainmaker’s products. In a October
 21 2007 Rainmaker press release, Rainmaker President Bruce Barfield described how Harrah’s used
 22 Rainmaker’s suite of products “to optimize guest profitability for the entire casino hotel
 23
 24

25 ⁸⁸ See *Rainmaker Selects OTA Insight as Strategic Partner for Rate Intelligence*, PR
 26 Newswire (Jan. 24, 2019), <https://www.prnewswire.com/news-releases/rainmaker-selects-ota-insight-as-strategic-partner-for-rate-intelligence-300783291.html>.

27 ⁸⁹ *Revenue Management a Good Bet for Caesars Entertainment*, Supply & Demand Chain
 28 Executive (Aug. 3, 2004), <https://www.sdcexec.com/sourcing-procurement/news/10354367/revenue-management-a-good-bet-for-caesars-entertainment>.

enterprise.”⁹⁰ In that same press release, Colleen Birch (then Harrah’s “Director, Revenue Management – Western Division”) noted that “Harrah’s centrally coordinates room pricing for eight Las Vegas casino hotels to ensure maximum revenue from cross-selling and applies an integrated rate strategy throughout its portfolio.”

153. In a January 2009 Rainmaker press release, Chris Bishop, the senior revenue management director for Harrah’s Entertainment, the corporate parent of Harrah’s that acquired Caesars Entertainment in 2005 before rebranding the combined company as Caesars Entertainment in 2010, stated that “our 33 properties . . . continue to use [Rainmaker’s] revenue management system today.”⁹¹ Bishop stated:

“Revenue management technology is essential to our operation, and so is Rainmaker’s shared knowledge of the casino business; we do not have to pay for Rainmaker’s learning curve.”

Rainmaker’s team offers ongoing training and support to Harrah’s revenue management and IT team so Harrah’s guest rewards program delivers optimum benefits to the company. The Rainmaker system integrates with Harrah’s large Total Reward database that tracks every player individually to provide the highest service level to all guests by optimizing room rates based on total guest value. The Total Reward system’s transparency helps guests understand their own gaming level, as well as the additional benefits at the next highest level if they play more. Players that understand their gaming levels, understand the prices they pay, or do not have to pay when comped, for hotel rooms.⁹²

154. Similarly, an archived version of the GuestRev “testimonials page” from Rainmaker’s website in 2012 prominently features a testimonial from Gary Loveman, then CEO

⁹⁰ *Rainmaker Leads Revenue Management Panel at GA Tech Conference*, Hotel Newswire (Oct. 14, 2008), <https://www.hotelexecutive.com/newswire/8223/rainmaker-leads-revenue-management-panel-at-ga-tech-conference>.

⁹¹ *Casino Hotels Rely on Service and Experience from Revenue Management Providers*, PR Web (Jan. 7, 2009), available at <https://web.archive.org/web/20090213193110/https://www.prweb.com/releases/therainmakergroup/letitrain/prweb1826614.htm>.

⁹² *Id.*

1 of Harrah's, which is now Caesars, that by "introducing [GuestRev], we've increased our gaming
2 win per room by 15%. That's a huge number"⁹³:

3
4 "By introducing that system, we've increased our gaming win per room by 15%. That's a huge
number."

5 **Gary Loveman**
6 CEO and President of Harrah's Entertainment

7 155. The same 2012 page also includes a "partial client list" (consisting of users of
8 GuestREV) that includes Caesars:

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27 ⁹³ Rainmaker, "Gaming & Hospitality: GuestREV Product Suite Testimonials," available at
28 <https://web.archive.org/web/20120625131151/http://www.letitrain.com/gaming-and-hospitality-product-suite/testimonials> (last visited Nov. 16, 2023).

Partial Client List

Agua Caliente Casino Spa
 Borgata Hotel Casino & Spa
 Caesars Entertainment
 Foxwoods Resort Casino
 Hard Rock Hotel & Casino Las Vegas
 IP Biloxi Casino Resort Spa
 Isle of Capri Casinos
 Kerzner International
 MGM Resorts International
 Mohegan Sun
 Omni Hotels & Resorts
 Pinnacle Entertainment
 Seminole Hard Rock Hotel & Casino
 Seneca Niagara Casino & Hotel
 The Cosmopolitan of Las Vegas
 Treasure Island Las Vegas
 Wynn Las Vegas

156. Rainmaker, and later Cendyn, has continued to prominently (and repeatedly) identify Caesars Entertainment as a major casino-hotel client in promotional pieces in later years. In a March 29, 2012 press release, for example, Rainmaker highlighted Caesars Entertainment as one of its “leading casino/hotel organization” clients.⁹⁴ And in its 2019 promotional materials, Rainmaker stated that “among the top brands that rely on Rainmaker solutions are Caesars Entertainment”:

Clients:

Among the top brands that rely on Rainmaker solutions are Caesars Entertainment, Cosmopolitan Las Vegas, Mohegan Sun, MGM Resorts International, Benchmark Hospitality, Omni Hotels & Resorts, Wynn Las Vegas, and Atlantis Paradise Island.

157. Cendyn’s website continues to prominently advertise Caesars as a client:

⁹⁴ See Press Release, *Rainmaker Profit Optimization Solution Chosen by Revel Entertainment Group, LLC* (April 1, 2012), <https://www.pressrelease.com/news/rainmaker-profit-optimization-solution-chosen-by-revel-entertainment-107052>.



158. Caesars employees have also publicly endorsed Rainmaker's products. In a 2014 Rainmaker promotional video, for example, Yuliya Aleinikava, then Caesars Vice President of Revenue Management, stated:

I think Rainmaker is a great partner and we've worked with them for years and the level of care and thought they put in every product and every customer is incredible. There's nothing, no issue they will not try to address and work with you to make it better. **They understand that we rely a lot on their on their system and information that the system produces to make business decisions.**

As part of the same video, Julie Beas, Caesars Director of Revenue Management, went on to say:

They're very customer centric. They really care about their customers and they have, for the gaming industry, in my opinion, they have the best gaming revenue management software out there to be able to revenue manage the gaming part and the FIT demand as well.⁹⁵

⁹⁵ Rainmaker, *Rainmaker Hotel Revenue Management Customer Testimonials*, YouTube (Aug. 1, 2014), available at <https://www.youtube.com/watch?v=6brjeyNWKms>.

1 159. Further, employee LinkedIn profiles indicate that Caesars’ employees have used
 2 Rainmaker products, including GuestRev, to set rates. For example, the LinkedIn profile of
 3 Shawn Cummings, who worked as a “Revenue Manager, Enterprise Analytics” for Caesars
 4 between August 2008 and July 2014, states that he “[o]ptimized revenue from pricing decisions
 5 made using Rainmaker GuestRev curves⁹⁶:



Revenue Manager, Enterprise Analytics

Caesars Entertainment Corporation

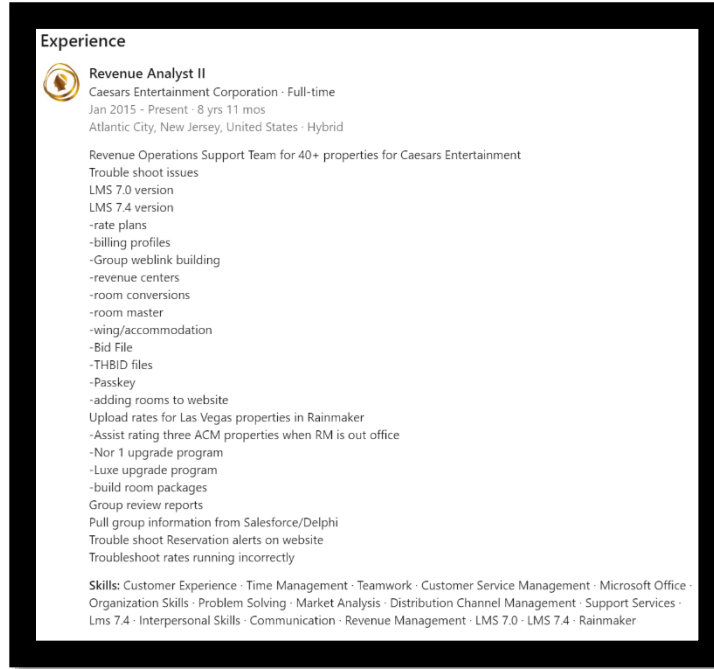
Aug 2008 - Jul 2014 · 6 yrs

Las Vegas, Nevada Area

- Led yield management strategy for four properties in a highly competitive Atlantic City market consistently exceeding marketing & sales goals
- Successfully Revenue Managed properties in Tunica, MS, Joliet, IL, Reno/Tahoe & Kansas City updating property leaders from remote corporate location in Las Vegas
- Optimized revenue from pricing decisions made using Rainmaker GuestRev curves. Maintained the Rainmaker software to optimize accurate data
- Assisted in building & maintaining all menus in the Agilysys PMS system

⁹⁶ See <https://www.linkedin.com/in/shawn-cummings-78b65997/> (last visited Nov. 17, 2023).

1 160. Another LinkedIn profile for Beth Devenny, a “Revenue Management Analyst
2 II” at Caesars since 2015, states that among her responsibilities is “upload[ing] rates for Las
3 Vegas properties in Rainmaker” and lists “Rainmaker” among her “skills”⁹⁷:



15 161. Further, Pavan Kapur, Caesars’ Chief Commercial Officer (and former Senior VP
16 of Revenue Management), has publicly endorsed Rainmaker’s products in the past, and lists his
17 specialties to include “revenue management,” “predictive modeling,” “optimization,” “advanced
18 analytics,” “competitive intelligence,” and “pricing.”⁹⁸ He attended the 2015 Rainmaker
19 Hospitality Client Summit and, as discussed in more detail below, serves as a HSMIAI Americas
20 Board Member.⁹⁹

21 162. As documented in Appendix A, Caesar’s was specifically identified as a user of
22 Rainmaker’s products in the industry publication G&L Roundtable from 2015 through mid 2021.
23 The sole products identified as offered by Rainmaker in G&L were GuestRev and GroupRev. As

26 ⁹⁷ See <https://www.linkedin.com/in/beth-devenny-862b399/> (last visited Nov. 17, 2023).

27 ⁹⁸ See <https://www.linkedin.com/in/pavan-kapur-7751a025/> (last visited Nov. 26, 2023).

28 ⁹⁹ See <https://americas.hsmia.org/about/leadership/>.

1 documented in Appendix B, Cendyn continues to identify Caesar's Entertainment as a customer
2 as of November 2023.

3 163. **Wynn.** As noted above, Wynn has used Rainmaker's products since at least 2008.
4 A June 9, 2008 press release in the Casino City Times states that the Wynn Las Vegas Resort
5 and Country Club had recently "implemented Rainmaker's revolutionSM Product Suite to
6 maximize total customer profitability," adding that Wynn Las Vegas intended to "implement
7 revolution for its new 2,034 Encore resort scheduled to open [that] winter." The article
8 continued:

9 "Wynn Las Vegas believes strongly in revenue management," said
10 Andrew Pascal, president of Wynn Las Vegas LLC. "We recognize
11 the importance of optimizing the total customer value for all of
12 Wynn's properties, and The Rainmaker Group was clearly the best
13 choice to support us with our efforts. Their solutions are extremely
14 effective at boosting revenue for clients." The Rainmaker revolution
Product Suite uses advanced mathematical modeling processes to
forecast demand and maximize revenue for gaming properties and
hotel groups.

15 Tammy Farley, principal of The Rainmaker Group, said, "Wynn Las
16 Vegas chose Rainmaker's revolution Suite because of its ability to
17 revenue-manage total customer value, not just room revenue. Wynn
18 is using revolution version 1.5, our latest and most effective revenue
19 optimization solution. Our new version enables Wynn to apply
different forecasting models for promoted and non-promoted
demand, as well as dynamic seasonality pooling calculations, and
other features that will add to add to Wynn's bottom line."¹⁰⁰

27 ¹⁰⁰ Press Release, *Wynn Las Vegas picks Rainmaker System*, Casino City Times (June 9,
28 2008), <https://www.casinocitytimes.com/news/article/wynn-las-vegas-picks-rainmaker-system-173548>.

1 164. The same press release also included a list of Rainmaker clients, including MGM
2 Mirage and Harrah's Entertainment, using its "revenue optimization suite," which it boasted
3 were "the largest and most successful casino hotels in the world:

4 The revolution revenue optimization suite is installed by the largest and most successful casino hotels in the world.
5 Rainmaker clients include:

6 * Trump Entertainment Resorts

7 * Kerzner International

8 * Boyd Gaming

9 * MGM Mirage

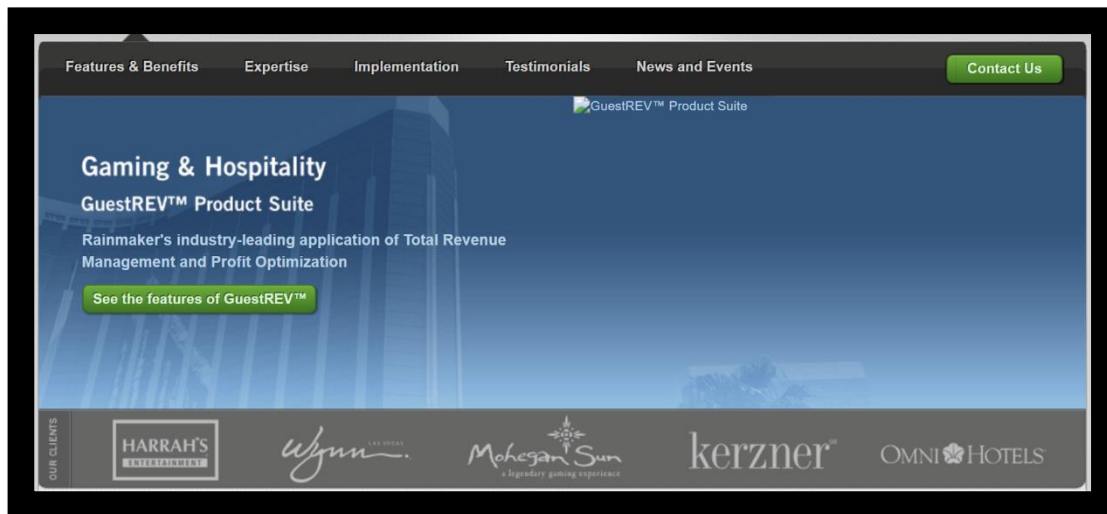
10 * Harrah's Entertainment and others.

11 165. Since that time, Rainmaker's website, promotional materials, and press releases
12 have prominently and consistently identified Wynn as a client and user of Rainmaker's products.
13 For example:

- An archived version of the GuestRev “testimonials page” from Rainmaker’s website in 2012 prominently features Wynn’s logo, as well as a testimonial from Andrew Pascal, President of Wynn Las Vegas LLC, stating (as in the press release above) that “Wynn Las Vegas believes strongly in revenue management. We recognize the importance of optimizing the total customer value for all of Wynn’s properties, and The Rainmaker Group was clearly the best choice to support us with our efforts. Their solutions are extremely effective at boosting revenue for clients”:

"Wynn Las Vegas believes strongly in revenue management. We recognize the importance of optimizing the total customer value for all of Wynn's properties, and The Rainmaker Group was clearly the best choice to support us with our efforts. Their solutions are extremely effective at boosting revenue for clients."

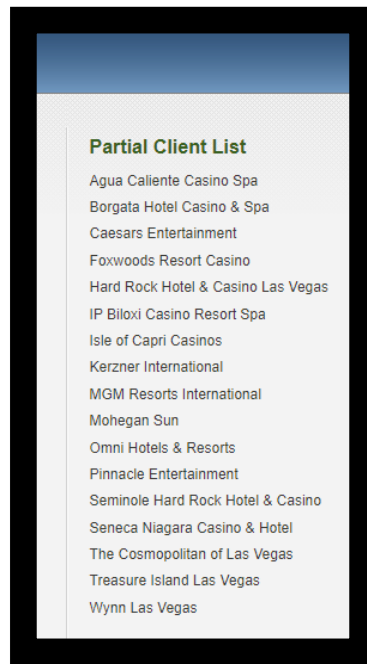
Andrew Pascal
President of Wynn Las Vegas LLC



- A 2014 Rainmaker promotional video discussing its “profit optimization systems” features Wynn among a list of clients¹⁰¹:



- Wynn was also listed on Rainmaker’s Partial Client List in 2015 with other Hotel Operators.¹⁰²



¹⁰¹ Rainmaker, *Rainmaker Hotel Revenue Management Customer Testimonials*, YouTube (Aug. 1, 2014), available at <https://www.youtube.com/watch?v=6brjeyNWKms>.

¹⁰² See <https://web.archive.org/web/20150607050253/http://www.letitrain.com/revenue-management-software-gaming-hospitality/>.

- As noted above, Cendyn’s website continues to prominently advertise Wynn Las Vegas as a client.

166. An ad for Rainmaker in the Winter 2016 edition of Gaming & Leisure also features a testimonial from Kris Ledbetter, Wynn Las Vegas’ Vice President of Revenue Management and Analytics, endorsing GuestRev and noting that Wynn had worked with Rainmaker for “more than eight years”:



Don't Gamble With Your Profits

Successfully managing the complex revenue strategies of a gaming property is no game. Don't trust your profitability to anything less than the established market leader, with nearly two decades of experience and expertise in revenue management and profit optimization for the gaming industry.

More casino resorts worldwide trust rainmaker solutions than any other provider – and for good reason. Our proven solutions are built on unique methodologies using sophisticated optimization algorithms that result in top- and bottom-line growth and rapid ROI. Our customers benefit from proven solutions designed to leverage loyalty pricing data and drive sustained incremental revenue for every guest segment.

The gaming industry revenue management specialists: With an 18-year proven track record, including six consecutive years on Inc. 5000's list of Fastest Growing Privately Held Companies, rainmaker has extensive expertise in the unique challenges of the gaming sector. Our [guestrev®](#) solution is the market-leader in revenue management and profit optimization with years of success, giving deep insight into the total value of each individual guest.

Seamless system integration: Advancing beyond its ability to integrate seamlessly with a property management system, [guestrev®](#)

has continued to provide revenue managers with in-depth understanding of demand by each customer segment for more than a decade and counting.

Total guest value pricing: By understanding the complexity of demand at a granular level for each segment, [guestrev®](#) forms a picture of a guest's entire experience at a property, from booking to check-out. This proven methodology has delivered benefits to revenue managers for almost two decades through industry-leading forecasting and loyalty pricing strategies.

Our customers have benefitted from the superior functionality of [guestrev®](#) for years and continue to reap the benefits and experience continued success. So much so, that the platform currently manages over 200,000 rooms and counting for properties of all sizes, including traditional hotels, casino hotels, resort hotels and many of the world's most recognizable gaming and hospitality brands.

„ But don't take our word for it.

"Loyalty pricing is here to stay, which is why we use the system that's been successfully doing this for casino companies for years.

There are several options on the market for these revenue management systems, but the longevity [guestrev®](#) has and the level of continued success it has achieved over the years is what so uniquely differentiates it for us from others on the market."

Colleen Birch
SVP, Revenue Optimization
The Cosmopolitan of Las Vegas

"Wynn's revenue mix is intricate and varied with a lot of high-end retail, so for us adequate revenue management means taking all revenue streams into account to determine total customer value. With increased complexity at our casino resort, traditional styles and cookie-cutter pricing simply won't work. It's critical that we are able to leverage loyalty to deliver the most customized pricing. Working with Rainmaker has allowed us to do this for more than eight years, helping us be successful through multiple economic cycles during this time period."

Kris Ledbetter
VP, Revenue Management and Analytics
Wynn Las Vegas

"Our business is complex, and to be effective in Revenue Management you have to understand segmentation at the most detailed level possible.

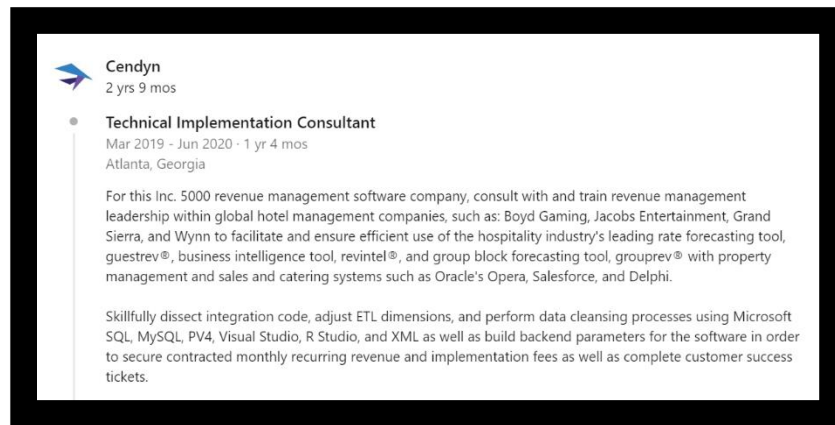
This granular-level view and fine-tuning of pricing strategies requires rock-solid integration between the revenue management system, the PMS and other relevant systems, and this is an area where [guestrev®](#) clearly out-performs its competitors."

Bobby Soper
President and CEO
Mohegan Tribal Gaming Authority

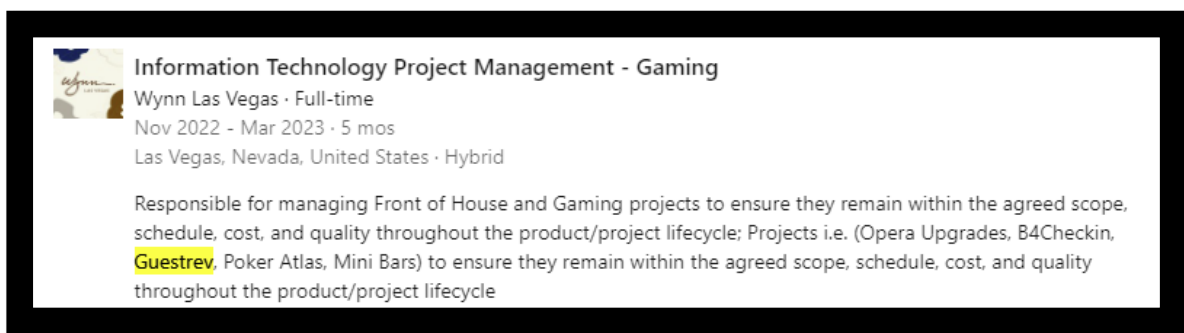


letitrain.com/guestrev

167. Further, other online sources indicate that Wynn used the full suite of Rainmaker products—GuestRev (for “rate forecasting”), RevIntel, and GroupRev—through at least 2020. For example, the LinkedIn profile of a former “Technical Implementation Consultant” for Cendyn, Patrick Doud, states that Doud “consult[ed] with and train[ed] revenue management leadership” at Wynn, among others, and “facilitate[d] and ensure[d] efficient use” of all three tools between March 2019 and June of 2020¹⁰³.



168. Other online sources indicate that Wynn has continued to use GuestRev into 2023. The LinkedIn Profile of Shelly Horsley, a former Information Technology Project employee at Wynn Las Vegas from November 2022 to March 2023, lists her duties as including managing issues related to GuestRev¹⁰⁴.



169. As documented in Appendix A, Wynn Las Vegas was specifically identified as a user of Rainmaker’s products in the industry publication G&L Roundtable from 2015 through

¹⁰³ See <https://www.linkedin.com/in/patrickdoud/> (last visited Nov. 17, 2023).

¹⁰⁴ See <https://www.linkedin.com/in/shelly-horsley-b785884/> (last visited Nov. 25, 2023).

1 mid-2021. The sole products identified as offered by Rainmaker in G&L were GuestRev and
 2 GroupRev. As documented in Appendix B, Cendyn continues to list Wynn as a customer on its
 3 website as of November 2023.

4 170. **Treasure Island.** Treasure Island has used Rainmaker since approximately 2010.
 5 According to a May 2010 press release, that year, Treasure Island “selected Rainmaker’s
 6 revolutionSM Product Suite to maximize profitability across its entire enterprise.” The press
 7 release also noted that Rainmaker then “provide[d] revenue optimization services to companies
 8 that include Wynn Las Vegas, MGM Mirage, Trump Entertainment Resorts, and Harrah’s
 9 Entertainment.”¹⁰⁵

10 171. In 2012, Treasure Island announced it had been using GuestRev.¹⁰⁶ As noted
 11 above, a press release from July 2012 notes that Treasure Island had implemented Rainmaker’s
 12 GuestRev product “[n]early 18 months ago” and quotes its executive vice president and general
 13 manager, Najam Khan, as stating that GuestRev was “a great tool for user management” and that
 14 “[a]s a user, you still need to be able to think critically, but the system’s capacity to factor in
 15 competitor rates and suggest optimate room rates to maximizer revenue is one of its best
 16 features.”

25 ¹⁰⁵ *Treasure Island Las Vegas Selects Rainmaker Revenue Management to Optimize*
 26 *Profitability for 2,900-Room Casino Hotel Operation*, Hospitality Net (May 18, 2010),
<https://www.hospitalitynet.org/news/4046638.html>.

27 ¹⁰⁶ *Rainmaker Revenue Management Solution Secures Key Endorsement*, Hotel Online (July
 28 26, 2012), https://www.hotel-online.com/News/PR2012_3rd/Jul12_RainmakerTreasure.html
 (last visited Nov. 26, 2023).

1 172. Since that time, Rainmaker has continued to publicize Treasure Island as a client
2 and product user. A 2014 Rainmaker promotional video discussing its “profit optimization
3 systems” features Treasure Island among a list of clients¹⁰⁷:



13
14 173. Treasure Island, in its initial disclosures, also identified two contracts that
15 Treasure Island had with Rainmaker in 2010 and in 2019: (1) a Master Services Agreement
16 between Treasure Island and Rainmaker, dated Feb. 24, 2010; and an addendum to the contract
17 between Treasure Island and Cendyn, dated July 19, 2019.

18 174. As documented in Appendix A, Treasure Island Las Vegas was specifically
19 identified as a user of Rainmaker’s products in the industry publication G&L Roundtable from
20 2015 through mid-2021. The sole products identified as offered by Rainmaker in G&L were
21 GuestRev and GroupRev. Below are two such lists for Spring 2019 (left) and Summer 2020
22 (right):
23
24
25
26

27
28 ¹⁰⁷ Rainmaker, *Rainmaker Hotel Revenue Management Customer Testimonials*, YouTube
(Aug. 1, 2014), available at <https://www.youtube.com/watch?v=6brjeYNWKms>.

Rainmaker**PRODUCTS OFFERED**

GuestREV
GroupREV

CLIENT BASE

Atlantis, Paradise Island
Atlantis, The Palm Dubai
Baha Mar
Borgata Hotel Casino & Spa
Caesars Entertainment
Foxwoods Resort Casino
Hard Rock Hotel & Casino
Hollywood Casino Tunica
IP Casino Resort Spa
Isle of Capri Casinos
Kerzner International
MGM Resorts International
Mohegan Sun
Omni Hotels & Resorts
Pinnacle Entertainment
Seminole Hard Rock Hotel & Casino
Seneca Niagara Casino & Hotel
The Cosmopolitan of Las Vegas
Tropicana
Treasure Island Las Vegas
Wynn Las Vegas

Cendyn**PRODUCTS OFFERED**

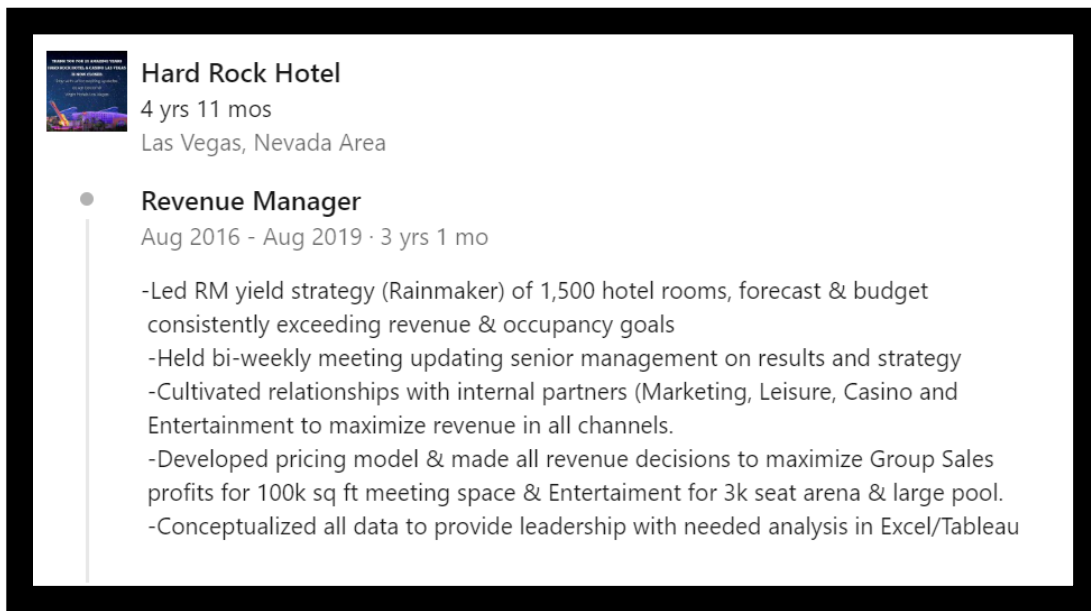
GuestREV
GroupREV

CLIENT BASE

Atlantis, Paradise Island
Atlantis, The Palm Dubai
Baha Mar
Borgata Hotel Casino & Spa
Caesars Entertainment
Foxwoods Resort Casino
Hard Rock Hotel & Casino
Hollywood Casino Tunica
IP Casino Resort Spa
Isle of Capri Casinos
Kerzner International
MGM Resorts International
Mohegan Sun
Omni Hotels & Resorts
Pinnacle Entertainment
Seminole Hard Rock Hotel & Casino
Seneca Niagara Casino & Hotel
The Cosmopolitan of Las Vegas
Tropicana
Treasure Island Las Vegas
Wynn Las Vegas

175. **Hard Rock.** The Hard Rock Hotel & Casino Las Vegas also used Rainmaker’s products beginning in at least 2014 through at least February 2020, when it closed for renovations. According to CW 4 a former employee at Hard Rock Hotel & Casino Las Vegas between 2013 and 2022, Hard Rock started using Rainmaker in approximately 2014. CW 4 explained that Rainmaker was a “known software platform” among Las Vegas hotels and “was considered something that would allow you to automate the process and take some of the decisions out of having to have a person adjusting your rates all day,” he said, adding that Rainmaker would allow hotels to “eliminate some of the overhead” of employees involved in the rate-setting process. CW 4 further stated that Hard Rock automatically accepted Rainmaker’s pricing recommendations in some circumstances while Hard Rock overrode the recommendations in other cases.

176. Consistent with this, employee LinkedIn profiles indicate that Hard Rock employees have used Rainmaker to set rates. For example, the LinkedIn profile of Shawn Cummings, who worked as a “Revenue Manager” for the “Hard Rock Hotel” in Las Vegas between August 2016 and August 2019, states that he “led [revenue management] yield strategy (Rainmaker) of 1,500 hotel rooms [and] consistently exceed[ed] revenue & occupancy goals” and “held bi-weekly meeting updating senior management on results and strategy”¹⁰⁸:



177. As documented in Appendix A, Hard Rock Hotel & Casino was specifically identified as a user of Rainmaker’s products in the industry publication G&L Roundtable from 2015 through mid-2021. The sole products identified as offered by Rainmaker in G&L were GuestRev and GroupRev.

178. **Cosmopolitan of Las Vegas.** The Cosmopolitan of Las Vegas also used Rainmaker products beginning in at least 2014, and lasting through at least 2021. In a 2014 video consisting of “revenue management customer testimonials,” Colleen Birch, Vice President of Revenue Optimization at The Cosmopolitan, stated:

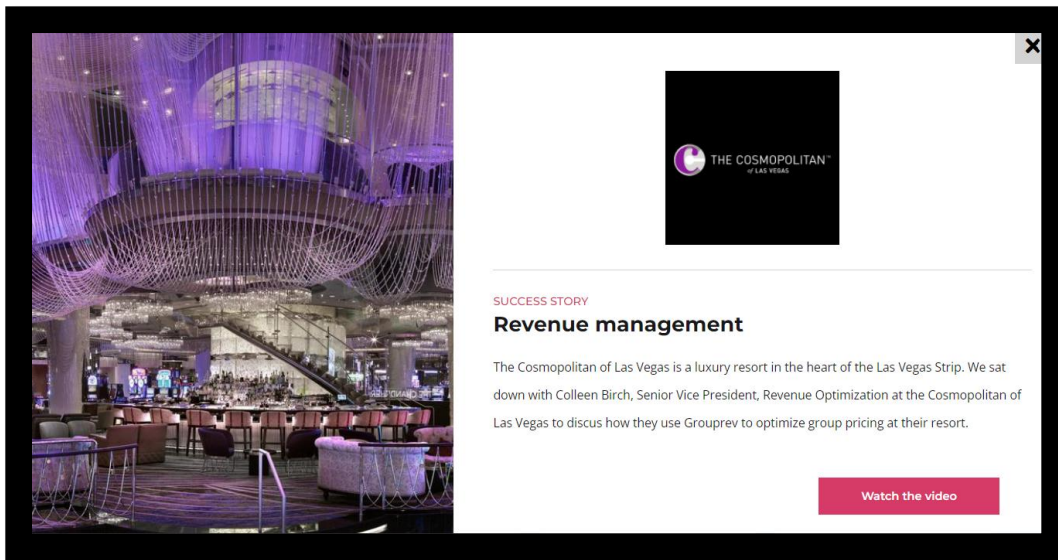
¹⁰⁸ See <https://www.linkedin.com/in/shawn-cummings-78b65997/> (last visited Nov. 17, 2023).

I have worked with Rainmaker in my past. I'm a user for 10 years I'm and have nothing but great things to say about the product as well as the support staff so Rainmaker is an incredibly well respected revenue management technology and helps us maximize revenue at the end of the day.¹⁰⁹

179. Similarly, in a 2015 press release, Birch was again quoted as saying:

"The Rainmaker product solution is what it is today because they continue to ask what they can do better and how they can improve their products to make them work smarter for us. Rainmaker listens and then shapes their solutions by making the necessary investments that lead to innovation and help drive higher revenue and profitability for their customers. The new GuestREV Mobile app, expanded business intelligence and analytics solution, and other product enhancements are evidence of Rainmaker's commitment to investment and innovation."¹¹⁰

180. Once again, in a now-deleted 2019 video featured on Cendyn's website, Birch again spoke about the Cosmopolitan's success using Rainmaker's products¹¹¹:



¹⁰⁹ Rainmaker, *Rainmaker Hotel Revenue Management Customer Testimonials*, YouTube (Aug. 1, 2014), available at <https://www.youtube.com/watch?v=6brjeyNWKms>.

¹¹⁰ *GuestREV® Mobile, New GroupREV® Functionality, and Market/Business Intelligence 'Steal Show' at Rainmaker Client Summit*, PRWeb (Mar. 27, 2015), https://www.prweb.com/releases/guestrev_mobile_new_grouprev_functionality_and_market_business_intelligence_steal_show_at_rainmaker_client_summit/prweb12611855.htm.

¹¹¹ *Cosmopolitan of Las Vegas success story*, Cendyn.com (June 11, 2019), <https://www.cendyn.com/customer-stories/cosmopolitan-las-vegas-success-story-rainmaker/> (last visited Jan. 23, 2023).

1
2 181. In a version of the video still available on YouTube, Birch states:

3 Grouprev is going to be an incredible compliment to guestrev which
4 we've been running since opening at the Cosmopolitan. I'm excited
5 about the opportunity to maximize revenue on a significant segment
6 of our business. Grouprev will do that for us.

7 So as good as our sales folks are at the Cosmopolitan one of the
8 hardest things that they are asked to do is forecast the group demand
9 to come, so hearing that Rainmaker now has the functionality to
10 provide that for us is incredible. I'm excited about it, I believe that
11 there will be opportunities to be smarter with pricing through every
12 other channel of our business if we understand what demand still is
13 left to come in the group segment and that is such a gap in our
14 business today and I believe a huge opportunity for us to make more
15 money.

16 Marketing and revenue optimization are incredibly intertwined at
17 the Cosmopolitan. We've got great relationships between the teams,
18 in fact it seems like we're on the same team as it really should be so
19 we work together, revenue management guides the conversation
20 marketing and helps marketing to understand where we need to
21 stimulate demand and maybe where we need to pull off a little bit,
22 so it's a really nice complement.

23 One of the things that I love most about Rainmaker, and I've been a
24 user for 15 years, is really their commitment to me as the business
25 user. I believe that they are more than a vendor they're absolutely a
26 partner.

27 From my account managers being available whenever I need them,
28 to being asked to come to annual user conferences where feedback
is really solicited, and thrived on the opportunity to help guide a
roadmap for their for the system is really great. There are a lot of
vendors that might not take the customer feedback as immediately
as Rainmaker does and then put that into versions that are pretty
quickly rolled out.¹¹²

182. As documented in Appendix A, The Cosmopolitan of Las Vegas was specifically
identified as a user of Rainmaker's products in the industry publication G&L Roundtable from

¹¹² Cendyn, *Revenue Cloud success story: Cosmopolitan of Las Vegas*, YouTube (Nov. 14, 2019), <https://www.youtube.com/watch?v=c7kFaYqlzi4>.

1 2015 through mid-2021. The sole products identified as offered by Rainmaker G&L were
 2 GuestRev and GroupRev.

3 183. **MGM RESORTS INTERNATIONAL (F/K/A MGM MIRAGE.)** No later
 4 than 2007, MGM Mirage began using Rainmaker’s products. In an October 2007 Rainmaker
 5 press release, Rainmaker President Bruce Barfield described a “standing-room-only event”
 6 where executives from Mirage and Harrah’s discussed their reliance on Rainmaker’s “automated
 7 revenue management software”¹¹³:

8 Bruce Barfield, president of The Rainmaker Group, said, “Harrah’s
 9 and MGM MIRAGE are the top casino hotel companies in Las
 10 Vegas. Listening to executives from both chains freely discuss the
 11 use of analytics and demand metrics and how they balance
 12 technology with human judgment to optimize revenue growth and
 13 retain customer loyalty, was an education for all of us.” Harrah’s
 14 and MGM MIRAGE both use Rainmaker’s revolution SM Product
 15 Suite of Revenue Management modules to optimize guest
 16 profitability for the entire casino hotel enterprise. ... MGM
 17 MIRAGE’s VP of Revenue Management, Tim Coleman added that
 18 his company monitors demand continuously and frequently changes
 19 rates for all the room-types at all its hotels three or more times daily.
 20 Panelists noted that RM is becoming increasingly technology
 21 driven.¹¹⁴

22 184. Similarly, a 2010 Rainmaker press release lists MGM Mirage among Rainmaker’s
 23 clients.¹¹⁵

24 185. As documented in Appendix A, MGM Resorts International was specifically
 25 identified as a user of Rainmaker’s products in the industry publication G&L Roundtable from
 26

27 ¹¹³ At that time, the Mirage was owned by MGM. The Mirage was later sold to Hard Rock;
 28 this transaction was finalized in December 2022. *See MGM Resorts International Announces
 Completion of the Sale of the Operations of the Mirage*, PR Newswire (Dec. 19, 2022),
[https://www.prnewswire.com/news-releases/mgm-resorts-international-announces-completion-
 of-the-sale-of-the-operations-of-the-mirage-301705869.html](https://www.prnewswire.com/news-releases/mgm-resorts-international-announces-completion-of-the-sale-of-the-operations-of-the-mirage-301705869.html).

¹¹⁴ *Rainmaker Leads Revenue Management Panel at GA Tech Conference*, Hotel Executive
 (Oct. 14, 2008), [https://www.hotelexecutive.com/newswire/8223/rainmaker-leads-revenue-
 management-panel-at-ga-tech-conference](https://www.hotelexecutive.com/newswire/8223/rainmaker-leads-revenue-management-panel-at-ga-tech-conference).

¹¹⁵ *Treasure Island Las Vegas Selects Rainmaker Revenue Management to Optimize
 Profitability for 2,900-Room Casino Hotel Operation*, Hospitality Net (May 18, 2010),
<https://www.hospitalitynet.org/news/4046638.html>.

1 2015 through mid-2021. The sole products identified as offered by Rainmaker in G&L were
 2 GuestRev and GroupRev. Notably, the G&L Roundtable publication separately identifies both
 3 the Borgata—an MGM Resorts operated property in Atlantic City—and MGM Resorts
 4 International as clients of Rainmaker.

5 186. **Sahara.** The Sahara Las Vegas, or “SLS Las Vegas Casino & Hotel,” has also
 6 been a Rainmaker customer since 2019. According to an April 2019 press release, the Sahara had
 7 recently “select[ed] Rainmaker’s full suite of solutions, comprised of guestrev, grouprev, and
 8 revintel,” to “help [SLS] achieve total revenue management”:

9 SLS Las Vegas Casino & Hotel, a luxury resort and casino property
 10 in Las Vegas with 1,615 guest rooms and suites in three distinctive
 11 towers, over 95,000 square feet of meeting space and a collection of
 12 acclaimed restaurants, bars and entertainment venues, has been
 13 added to the growing customer roster of The Rainmaker Group
 14 (Rainmaker), a leading provider of cloud-based hospitality revenue
 and profit optimization solution provider. The casino occupies
 60,000 square feet and features approximately 600 of the latest slot
 and video poker machines complemented by more than 50 classic
 table games.

15 SLS Las Vegas hotel management was reportedly impressed by
 16 Rainmaker’s drive to help their property achieve total revenue
 17 management. For that reason, combined with the solution provider’s
 18 long track record of success, SLS joined its sister property Grand
 Sierra Resort & Casino in selecting Rainmaker’s full suite of
 solutions, comprised of guestrev, grouprev, and revintel.

19 Guestrev is an intuitive and easy-to-use revenue management
 20 solution that analyzes total guest value across a hotel or casino
 21 property to forecast and price rooms; grouprev is an innovative
 22 group pricing solution that streamlines the process of responding to
 23 group RFPs by analyzing historical data, future demand, and price
 24 sensitivity to recommend the best pricing for group business;
 revintel is an intuitive business intelligence solution that improves
 day-to-day revenue management by mining various data sets and
 providing deep insights at a granular level.¹¹⁶

25
 26
 27 ¹¹⁶ *SLS Las Vegas Casino & Hotel Partners With The Rainmaker Group to Optimize*
Revenue, Hotel Technology News (April 2019), [https://hoteltechnologynews.com/2019/04/sls-](https://hoteltechnologynews.com/2019/04/sls-las-vegas-casino-hotel-partners-with-the-rainmaker-group-to-optimize-revenue/)
 28 [las-vegas-casino-hotel-partners-with-the-rainmaker-group-to-optimize-revenue/](https://hoteltechnologynews.com/2019/04/sls-las-vegas-casino-hotel-partners-with-the-rainmaker-group-to-optimize-revenue/).

1 187. As noted above and in Appendix A, Cendyn’s website continues to prominently
2 advertise the Sahara as a client.

3 188. **Tropicana Las Vegas.** The Tropicana began using Rainmaker’s products in
4 approximately 2015. According to a February 10, 2015 press release, “The New Tropicana Las
5 Vegas” was then poised to soon start using both GuestRev and GroupRev. It quoted the
6 Tropicana’s director of revenue management, Lyra Hynie, as stating: “After researching several
7 options in the revenue management systems market, we selected Rainmaker because we found
8 their staff to be the most professional and experienced, and their system to be a dynamic tool that
9 will help exponentially grow our hotel and group business . . . Rainmaker’s GuestREV system is
10 known worldwide and we couldn’t be prouder to be the beta site as their GroupREV sales tool is
11 rolled out for the first time in Las Vegas.” The same press release concludes that “GroupREV
12 will prove to be a valuable tool to win and optimize [Tropicana’s] group sales, given that The
13 New Tropicana Las Vegas recently completed a \$200 million transformation and is in the final
14 construction phase of expanding the Trinidad Pavilion, which will increase the resort’s total
15 meeting and convention facilities to 100,000 square feet.”¹¹⁷

16 189. As documented in Appendix A, Tropicana was specifically identified as a user of
17 Rainmaker’s products in the industry publication G&L Roundtable from 2015 through mid-2021.
18 The sole products identified as offered by Rainmaker in G&L were GuestRev and GroupRev.

19 190. Operator Defendants have not only all used the Rainmaker products during the
20 class period, but have done so knowing each other were doing the same. Operator Defendants
21 thus knew that their main competitors were also using the same products to set prices at their
22 hotels, i.e., using the same pricing algorithm—and same third party decisionmaker—to set room
23 prices.

24
25
26 ¹¹⁷ *Leading Hospitality and Gaming Properties Choose Rainmaker’s Solutions to Improve*
27 *Revenue and Profit*, PRWeb (Feb. 10, 2015),
28 https://www.prweb.com/releases/leading_hospitality_and_gaming_properties_choose_rainmaker_s_solutions_to_improve_revenue_and_profit/prweb12504751.htm.

1 191. This knowledge is demonstrated, among other things, by more than a decade of
2 press releases, industry publications, and marketing materials. Specifically:

- 3 • **Industry publications.** Industry publications targeting, and read by, Operator
4 Defendants’ relevant personnel, including executives, revenue managers, and information
5 technology directors, show that they each used the Rainmaker products during the
6 relevant period. Most notably, each edition of Gaming & Leisure magazine—“the leading
7 industry management periodical” reaching “every business segment of a gaming and
8 hospitality property”, which is published quarterly—included a section titled “G&L
9 Community.”¹¹⁸ This section listed the “Client Base” for certain casino industry vendors.
10 Rainmaker, and later Cendyn, consistently had an entry in this section identifying some
11 of its “Client Base” for the Rainmaker products. Among the clients listed were almost all
12 Operator Defendants. Between Fall 2015 and Summer 2021, Rainmaker and/or Cendyn
13 included *twenty two separate client lists*, or one *almost every quarter during this period*,
14 listing most Operator Defendants. These lists are compiled in **Appendix A**. Below is one
15 such list from the Summer 2020 edition of Gaming & Leisure:
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17
18
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21
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26 ¹¹⁸ As discussed in more detail below, Gaming & Leisure’s board include senior executives
27 from multiple Operator Defendants. Rainmaker also historically sponsored various Gaming &
28 Leisure events, including a longstanding annual golf event, and its senior executives are
prominently featured in photographs taken at these events over the years.



- 1 • **Client lists and endorsements on website.** Both Rainmaker and, later, Cendyn have
2 long featured client lists on their websites, as well as various testimonials and/or
3 endorsements from Operator Defendants' executives. Rainmaker featured a partial list of
4 users of its pricing algorithms on its former website, letitrain.com, beginning in at least
5 2011, a practice that Cendyn has continued through the present. Attached as **Appendix B**
6 are screenshots of Rainmaker's and Cendyn's webpages over the years listing clients and
7 client testimonials. Among those repeatedly (and prominently) featured are Caesars,
8 Wynn, Hard Rock, The Cosmopolitan, and Treasure Island. Below is one such list from
9 Rainmaker's website in February 2016:

Partial Client List

- Borgata Hotel Casino & Spa
- Caesars Entertainment
- Foxwoods Resort Casino
- Hard Rock Hotel & Casino Las Vegas
- IP Biloxi Casino Resort Spa
- Isle of Capri Casinos
- Kerzner International
- MGM Resorts International
- Mohegan Sun
- Omni Hotels & Resorts
- Pinnacle Entertainment
- Seminole Hard Rock Hotel & Casino
- Seneca Niagara Casino & Hotel
- The Cosmopolitan of Las Vegas
- Treasure Island Las Vegas
- Wynn Las Vegas

Similarly, Rainmaker's website in 2018 emphasized that potential customers were "in good company":



- **Press releases, news articles, and promotional materials.** As discussed throughout this complaint, Rainmaker and/or Cendyn have also regularly identified their customers, including various Operator Defendants, in score of press releases, promotional materials, and news articles over there years. For example:
 - As noted above, as early as January 2010, Rainmaker's Barfield publicly boasted that its "customer list" among "Las Vegas casinos" included "nearly every property but the Venetian," including Harrah's, Caesars, Wynn Las Vegas, MGM, and Hard Rock, and that "there just aren't any potential customers left in Vegas."¹¹⁹
 - A 2012 press release lists "leading casino/hotel organizations such as Atlantis The Palm Dubai, **Caesars Entertainment**, Isle of Capri Casinos, MGM Resorts

¹¹⁹ Alex Woodie, *Rainmaker's Profit Optimization Software Good as Gold to Casinos*, The Fourt Hundred (January 19, 2010), available at <https://www.itjungle.com/2010/01/19/fhs011910-story02/> (last visited Oct. 31, 2023) ("Rainmaker has been very successful selling its software to the Vegas casinos, and has an impressive customer list that includes Harrah's Entertainment, Caesar's Entertainment, Wynn Las Vegas, MGM, Boyd Gaming, and the Hard Rock Hotel & Casino—nearly every property but The Venetian, Barfield says. Elsewhere, Rainmaker touts Trump Entertainment Resorts and Foxwoods Casino Resort as customers. Currently, the company is making headway with American Indian casinos and casinos in Southeast Asia; there just aren't any potential customers left in Vegas.").

International, Omni Hotels & Resorts, **Wynn Las Vegas** and many others” among Rainmaker’s clients.¹²⁰

- A 2015 press release again lists “leading organizations such as Atlantis The Palm Dubai, **Caesars Entertainment**, Kerzner International, MGM Resorts International, Omni Hotels & Resorts, **Wynn Las Vegas** and many others” among Rainmaker’s clients.¹²¹
- A 2016 press release once again lists “leading casino/hotel organizations such as Atlantis The Palm Dubai, **Caesars Entertainment**, MGM Resorts International, Omni Hotels & Resorts, **Wynn Las Vegas**, and many others” among Rainmaker’s clients.¹²²
- A 2019 “Rainmaker at a Glance” brochure (Ex. A) identifies Caesars, The Cosmopolitan, and Wynn among the “top brands that rely on Rainmaker solutions”:

Strategic Partnership:

Clients:

Among the top brands that rely on Rainmaker solutions are Caesars Entertainment, Cosmopolitan Las Vegas, Mohegan Sun, MGM Resorts International, Benchmark Hospitality, Omni Hotels & Resorts, Wynn Las Vegas, and Atlantis Paradise Island.

¹²⁰ Press Release, *Rainmaker Offers RateGain’s Rate Shopping Solution to its Casinos and Resorts Customers*, Newswire (Feb. 1, 2012), <https://www.newswire.com/news/rainmaker-offers-rategains-rate-shopping-solution-to-its-casinos-and-107051>.

¹²¹ *GuestREV® Mobile, New GroupREV® Functionality, and Market/Business Intelligence ‘Steal Show’ at Rainmaker Client Summit*, PRWeb (Mar. 27, 2015), https://www.prweb.com/releases/guestrev_mobile_new_grouprev_functionality_and_market_business_intelligence_steal_show_at_rainmaker_client_summit/prweb12611855.htm.

¹²² *Matt Curry and Jim Trainor Join Rainmaker as Vice Presidents of Multifamily Sales*, PR Web (Dec. 13, 2016), https://www.prweb.com/releases/matt_curry_and_jim_trainor_join_rainmaker_as_vice_presidents_of_multifamily_sales/prweb13920347.htm.

1 192. During industry events, Rainmaker and Cendyn personnel also marketed the
2 Rainmaker pricing algorithm products to casino-hotels, including Operator Defendants, while
3 promoting the financial gains clients could derive from using the products. These gatherings,
4 discussed in more detail in Section F.2.e, included Rainmaker’s own conferences as well as
5 conferences that Rainmaker attended and sponsored.

6 193. For example, Rainmaker’s OPTIMIZE 2016 conference, held at Miami’s Trump
7 Doral Resort on February 17-19 and themed “Make Revenue Optimization Great Again,”
8 “convened more than 300 people for three days of substantive sessions addressing the state of the
9 industry and solutions that move beyond revenue management to profit optimization.” The
10 conference featured “town hall-style meetings that offered visitors a walk-through of Rainmaker
11 products.” “OPTIMIZE2016 was our most ambitious and well-attended conference yet,” said
12 Rainmaker President Tammy Farley. “We did our utmost to share insights and changes to our
13 technology, but we also wanted to give our attendees broader context for the work they do day-
14 to-day[.]”¹²³

15 194. Rainmaker personnel also discussed its pricing algorithm platform with casino-
16 hotel clients at the INFORMS 2017 Business Analytics Conference held at Caesars Palace in Las
17 Vegas on April 2-4. The agenda for the “strategic session” that Rainmaker led provided:

18 Hotels can forecast each segment’s demand, determine the optimal
19 mix based on the profitability of each segment, and then make
20 pricing decisions that target this ratio. In its session at INFORMS,
21 Rainmaker will show them how to do this, step by step, in order to
22 yield the best results.

23 195. At the session, Rainmaker personnel “present[ed] a step-by-step approach to total
24 revenue optimization for casino and gaming properties.” Then-Vice President of Pricing and
25 Revenue Management Services Angie Dobney “detail[ed] the data-driven methodology behind
26 the total revenue management approach that has been successfully implemented by many casino
27

28 ¹²³ *Rainmaker’s OPIMIZE2016 User Conference Delivers Insight, Instruction and Impetus to
‘Make Revenue Optimization Great Again,’* Hotel Online (March 2, 2016), https://www.hotel-online.com/press_releases/release/rainmakers-optimize2016-user-conference-delivers-insight-instruction/.

1 properties in recent years.” She also discussed the “specific processes that revenue managers can
 2 use to strategically price and protect room inventory for the property’s most valuable guests by
 3 segment, as well as by individual spending and play patterns.”¹²⁴

4 196. Rainmaker’s then-Vice President of Revenue Analytics Dan Skodol also led
 5 sessions on revenue management and pricing strategy with hospitality industry audiences at
 6 Rainmaker-sponsored Hotel Data Conferences. For example, at the August 9-11, 2017
 7 conference in Nashville, Tennessee, Skodol presided over a session “designed to help guide
 8 hoteliers and revenue managers in devising pricing strategies that take into account how
 9 consumers typically make decisions related to price and purchases.” In the conference’s lead-up,
 10 Rainmaker’s Farley stated:

11 Improving forecasts and optimizing pricing for both transient and
 12 group business are the cornerstones of our business and essential
 13 components of a successful revenue management strategy. We are
 14 proud to align ourselves with HDC as they continue to explore the
 growing role of data in these processes and promote best practices
 that drive the industry forward.¹²⁵

15 197. Skodol also led a session titled “Group Revenue Management - Measuring
 16 Success” during the August 15-16, 2019 Hotel Data Conference in Nashville, Tennessee. Before
 17 the session, Skodol noted:

18 Group Business is a key piece in revenue management strategy but
 19 is often not assessed the same way as transient and that can leave
 20 revenue on the table; I believe sharing these case studies will help
 hoteliers see the importance of a disciplined group revenue
 solution.¹²⁶

23 ¹²⁴ Press Release, Rainmaker, *Rainmaker to Present Total Revenue Management Approach*
 24 *for Casino Hotels at INFORMS 2017* (Mar. 28, 2017), [https://hospitalitytech.com/rainmaker-](https://hospitalitytech.com/rainmaker-present-total-revenue-managementapproach-casino-hotels-informs-2017)
[present-total-revenue-managementapproach-casino-hotels-informs-2017](https://hospitalitytech.com/rainmaker-present-total-revenue-managementapproach-casino-hotels-informs-2017)

25 ¹²⁵ *Rainmaker to Advocate Industry Education and Innovation as Presenting Sponsor of 2017*
 26 *Hotel Data Conference*, Hospitality Net (Aug. 3, 2017),
<https://www.hospitalitynet.org/news/4084020.html>.

27 ¹²⁶ *Rainmaker, a Cendyn company, has VP Lead Session on Measuring the Success of Group*
 28 *Business at Hotel Data Conference*, Hospitality Net (Aug. 13, 2019),
<https://www.hospitalitynet.org/news/4094606.html>.

198. In addition, Rainmaker and Cendyn personnel and Operator Defendants’ employees regularly attended Gaming & Leisure Roundtable. As discussed in detail below, Farley and Barfield played a major role in Rainmaker’s sponsorship of this organization’s annual meeting and golf outing through late 2019, after which Cendyn personnel, including former Rainmaker managers, continued this tradition.

199. Operator Defendants’ personnel have praised Gaming & Leisure Roundtable events for the opportunity they give casino-hotels and vendors like Cendyn to frankly discuss issues of common concern. For example,

- Caesars Entertainment’s Senior Vice President of Information Technology Peter Broughton has stated: “What other industry can say they gather together such a large percentage of gaming and hospitality management in one room to discuss current issues and solutions, and then allow us to network with all our vendors?”
- Hard Rock Atlantic City’s Vice President of Information Technology Donald Kneisel has stated: “Who could put a value on a meeting of all the IT leaders in our industry in one place? No politics. Just frank discussions. Sharing thoughts, feelings, and insights. Wow!”
- MGM Resorts’ Corporate Information Technology Lead Product Manager Fran Moore has stated: “there are valuable discussions, insights and general interactions that afford the opportunity to gain perspective of the industry climate and gauge vendor direction.”¹²⁷

200. Finally, Operator Defendants had discussions with Rainmaker and Cendyn representatives in connection with initial implementation of the pricing algorithm platform and afterwards. The “Rainmaker at a Glance” brochure (Ex. A) discussed the “expertise/consultation” services it provided to clients during both types of meetings:

¹²⁷ *G&L Roundtable*, Gaming and Leisure, <https://mygamingandleisure.com/gl-roundtable/> (last visited Nov. 6, 2023).

Expertise/Consultation:

Rainmaker includes tactical and strategic consultation as an integral part of every system implementation. This service is provided by a team of industry leaders with decades of experience in consulting, marketing, change management, hospitality operations, and corporate revenue management. The team assesses each organization's strengths and opportunities; assists in educating relevant stakeholders; advises of recommended business process shifts; shares industry best practices; and provides a step-by-step plan to maximize the benefit of profit optimization.

Consulting services can also be provided outside of a system implementation in a variety of focus areas. These include, among others, revenue management readiness, customer valuation, pricing strategies, mix of business, and fine-tuning a new or existing revenue management program.

201. As discussed in more detail below, *see infra* Section F.2.e(7), Rainmaker in fact “share[d] industry best practices” with each Operator Defendant while “advise[ing] of recommended business process shifts” and helping them “maximize the benefit of profit optimization” during platform system implementations. Rainmaker also provided additional “consulting services” to Operator Defendants including “pricing strategies” and “fine-tuning a new or existing revenue management program.” For example, in one press release, Rainmaker highlighted the “tight link between the companies that include[d] biweekly meetings” where “the teams” from Harrah’s Entertainment (which subsequently became Caesars Entertainment) and Rainmaker “discuss[ed] ways to use the technology to meet the latest price optimization business challenges.”¹²⁸

202. The “team of industry leaders” who provided these “tactical and strategic consultation” services included Vikram Singh, Rainmaker’s Vice President of Revenue Optimization from 2015-2017. In this role, according to his LinkedIn profile, Singh

¹²⁸ *Casino Hotels Rely on Service and Experience from Revenue Management Providers*, PR Web (Jan. 7, 2009), available at <https://web.archive.org/web/20090213193110/https://www.prweb.com/releases/therainmakergroup/letitrain/prweb1826614.htm>.

“overhaul[ed] and le[d] the managed pricing services team,” which “focused on the formulation and execution of Rainmaker’s revenue optimization services for their global portfolio of hospitality and gaming industry clients.” In executing these responsibilities, he and his department provided “fully managed pricing services,” “customized consulting and personalized customer service” to “every client,” including “leading casinos” like “Hard Rock Casino and Hotels” and major “Caesars” properties. He also “elevat[ed] all of Rainmaker’s marketing efforts, from developing marketing content and strategy to speaking at global industry events” that Operator Defendants attended.¹²⁹

Employee Mobility

203. Operator Defendants’ mutual knowledge of Rainmaker use is also demonstrated by extensive employee mobility between hotel casinos in Las Vegas. CW 1 explained that extensive employee mobility led Defendant Hotel Operators to know who was using Rainmaker’s revenue management system, stating: “The whole hospitality world is so small, and the revenue managers move around from place to place, so everybody knew who was using our system.”

204. The following are examples of this employee mobility. This dynamic contributed to ensuring that Operator Defendants knew which other hotel operators were using Rainmaker’s revenue management system:

- **Colleen Birch** was (as discussed above) an employee of Harrah’s prior to its acquisition of Caesars, where she worked with Rainmaker’s revenue management system. Birch subsequently moved to The Cosmopolitan, where she again used Rainmaker’s revenue management system. Today, Birch is Chief Operating Officer of the Fontainebleau Las Vegas, a new casino-hotel scheduled to open on December 13, 2023.¹³⁰
- **Shawn Cummings** was a revenue manager at Caesars from 2008 to 2014, where he “[o]ptimized revenue from pricing decisions made using Rainmaker GuestRev curves.”

¹²⁹ See <https://www.linkedin.com/in/vikram-singh-llc/> (last visited Nov. 19, 2023).

¹³⁰ See <https://www.linkedin.com/in/colleen-birch-a64aa23/> (last visited Nov. 26, 2023).

1 He then worked as a revenue manager at the Hard Rock Hotel Las Vegas from 2016 to
 2 2019, where he “led Rainmaker yield strategy of 1,500 hotel rooms.” Cummings
 3 subsequently became a Director of Revenue Optimization at Sahara Las Vegas starting in
 4 October 2021.¹³¹

- 5 • **Yuliya Aleinikava** worked at Caesars from 2007 to 2016, including as Vice President of
 6 Revenue Management. During that time, she publicly praised Rainmaker as a revenue
 7 management system that Caesars relied on. Aleinikava subsequently worked as a “Vice
 8 President of Finance/CFO” at Tropicana Las Vegas from 2016 to 2020.¹³²
- 9 • **Arun Tanpanuwat** is currently a Director of Revenue Management at Wynn Las Vegas.
 10 Tanpanuwat previously worked as a “Revenue Management Manager” at SLS Las Vegas
 11 and as a “Workforce Management and Reporting Analyst” at Caesars Entertainment.¹³³
- 12 • **William Beine** worked as Vice President of Revenue Management at Caesars from 2016
 13 to 2018, and as “Regional Director of Revenue Optimization” in the “Las Vegas Market”
 14 before that. From 2011 to 2015, Beine held various revenue management positions at
 15 MGM in Las Vegas.¹³⁴
- 16 • **Angie Dobney** held senior roles at Rainmaker and Cendyn until May 2022, and (as
 17 discussed in more detail below) featured prominently at industry events while working at
 18 Cendyn. Since June 2022, Dobney has been “Vice President of Revenue Management
 19 and CRM” at the Fontainebleau Las Vegas.¹³⁵
- 20 • **Julie Beas** worked as “Executive Director of Revenue Management” at Caesars until
 21 2014 where, as noted above, she publicly endorsed Rainmaker’s products. She went on to
 22

23 ¹³¹ See <https://www.linkedin.com/in/shawn-cummings-78b65997/> (last visited Nov. 26,
 24 2023).

25 ¹³² See <https://www.linkedin.com/in/yuliya-aleinikava-505ab53/details/experience/> (last
 26 visited Nov. 26, 2023).

27 ¹³³ See <https://www.linkedin.com/in/arun-tanpanuwat-83551883/> (last visited Nov. 26, 2023).

28 ¹³⁴ See <https://www.linkedin.com/in/william-beine-7597397/> (last visited Nov. 26, 2023).

¹³⁵ See <https://www.linkedin.com/in/angie-dobney-crme-b10894/> (last visited Nov. 26, 2023).

1 join Rainmaker as “Vice President of Strategic Programs” between 2019 and 2020, where
 2 she “[l]ead strategic programs across hospitality and casino clients.” She later worked as
 3 “Vice President, Customer Experience & Strategic Account Management” at Cendyn
 4 between 2020 and 2021.¹³⁶

- 5 • **Ken Gifford** was previously “VP Revenue Management” at Operator Defendant SLS
 6 Las Vegas, as well as “SVP Consulting and Business Development” for Rainmaker,
 7 where he “led revenue management initiatives for the casino industry including Caesars
 8 Entertainment, Wynn, and pilot programs at MGM, Boyd Gaming, and Island of
 9 Capri.”¹³⁷ As discussed below, Gifford also previously sat on the board of HSMIAI Las
 10 Vegas alongside representatives from other Operator Defendants.

11 205. These types of facts, individually and collectively, establish that each Operator
 12 Defendant and Conspirator understood the other Operator Defendants and Conspirators were
 13 using the same revenue management platform during the class period.

14 **C. Defendants Operate a Conspiracy Using Rainmaker’s Revenue Management**
 15 **System by Jointly Delegating Their Pricing Decisionmaking to Rainmaker**

16 206. The Rainmaker revenue management system works most effectively by enabling
 17 and ensuring that competitors knowingly take the same approach to pricing—i.e., collectively
 18 using the same mechanism that relies on the same type of data to generate the same type of
 19 optimal pricing for each one to charge. This is not how genuine competitors should make
 20 independent pricing decisions in a properly functioning market. But that is what has occurred
 21 here.

22 207. Defendants formed, maintained and operated a conspiracy to fix, raise and
 23 stabilize room rates through their knowing shared use of the Rainmaker revenue management
 24
 25

26 ¹³⁶ See <https://www.linkedin.com/in/juliebeas/> (last visited Nov. 26, 2023).

27 ¹³⁷ See Revenue Optimization, “Our Leadership,” <https://www.revenueopt.com/our-team>
 28 (last visited Nov. 20, 2023).

1 system that has had the purpose and effect of Operator Defendants charging guests supra-
2 competitive prices for room rentals during the class period.

3 208. Rainmaker and Cendyn acted as the hub of this anticompetitive conspiracy
4 through at least the following acts:

- 5 • They created, marketed, promoted, and coordinated Operator Defendants' knowing
6 shared use of a pricing algorithm platform to recommend supra-competitive "optimal"
7 room rates to charge guests;
- 8 • They promoted the supra-competitive rate at which clients including Operator Defendants
9 accepted the platform's recommended "optimal" room rates;
- 10 • They communicated each Operator Defendant's use of the Rainmaker platform to the
11 others through various means;
- 12 • They shared Operator Defendants', as well as other hotel operators', respective current
13 information on pricing with each other through Rainmaker's RevCaster tool and under
14 the auspices of "best practices" and "pricing strategies" during their meetings with each
15 Operator Defendant; and
- 16 • They encouraged Operator Defendants to collectively exercise "discipline" and avoid a
17 "race to the bottom."

18 209. Operator Defendants participated in this anticompetitive conspiracy by taking
19 various acts related to the Rainmaker pricing algorithm platform, including the following:

- 20 • They knowingly submitted their own current pricing and occupancy data to the same
21 third-party algorithm platform to which their co-defendants were submitting their own
22 respective current pricing and occupancy data;
- 23 • They knowingly received the same type of "optimal" recommended room rates generated
24 by the platform that their co-defendants also were receiving;
- 25 • They knowingly set their room rates based on the same type of "optimal" recommended
26 room rates that their co-defendants were receiving;
- 27 • They understood that their co-defendants also were knowingly setting their room rates
28 based on the same type of "optimal" recommended room rates that they were receiving;

- 1 • They monitored the current room rates each of their competitors were charging through
- 2 rate shopper mechanisms such as Revcaster;
- 3 • They understood that their co-defendants also were monitoring the current room rates
- 4 they were charging through real-time room rate data feeds provided by the platform.
- 5 • They engaged in improper information sharing through regular and ad-hoc meetings and
- 6 communications they had with Rainmaker and Cendyn where topics of discussion
- 7 included pricing strategies and practices employed by their co-defendants; and
- 8 • They engaged in improper information sharing at industry conferences and events where
- 9 they discussed directly with each other and through Rainmaker and Cendyn competitive
- 10 pricing strategies and best practices on revenue management and room rate setting.

11 210. Defendants implemented, operated and policed their anticompetitive conspiracy
 12 through their knowing shared use of the same Rainmaker pricing algorithm platform to set room
 13 rates and through communications among themselves that had the purpose and effect of
 14 furthering and reinforcing the conspiracy's anticompetitive goal.

15 211. Defendants formed and have operated their anticompetitive scheme through high-
 16 ranking Rainmaker and Cendyn personnel and Operator Defendants' respective groups of
 17 executives, managers, and other relevant employees with duties concerning hotel room pricing
 18 and revenue, including the individuals that follow.

19 A. **Rainmaker.** Relevant personnel include former CEOs Bruce Barfield and Mike Cowles,
 20 former President Tammy Farley, former VP of Pricing and Revenue Management
 21 Services Angie Dobney, former VP of Revenue Analytics Dan Skodol, former VP of
 22 Revenue Optimization Vikram Singh, former Senior Director for Strategic Commercial
 23 Initiatives Kevin Duncan, former Chief Strategy Officer and General Manager Amar
 24 Duggasani, former Senior Data Scientist (and Pricing Analyst) Renaud Menard, former
 25 Director of Sales for Gaming & Hospitality Tom Walker, and Former Chief Data
 26 Scientist Jian Wang.

- 27 • Barfield and Farley: As the company's co-founders, Barfield and Farley heavily
- 28 promoted the Rainmaker platform and its impact on pricing and profitability to

Operator Defendants in various settings, including numerous in-person events over the years that are detailed below.

- Dobney, Skodol, and Singh: promoted Rainmaker’s platform to Operator Defendants in various group and individual settings and through communicating with Operator Defendants on industry practices and pricing strategies in connection with using the platform.¹³⁸ Notably, Dobney is today “Vice President Revenue Management and CRM” at the Fontainebleau Las Vegas, which is scheduled to open in December 2023. Cendyn’s website currently lists the Fontainebleau among its gaming and casino customers.
- Duncan: responsible for helping Rainmaker “align with the best hospitality companies” and develop “strategic partnerships” to “help hoteliers achieve greater profits.”¹³⁹ In this role, Duncan frequently interacted with casino-hotel clients to promote the Rainmaker pricing algorithm platform.
- Cowles: Appointed Rainmaker’s CEO in 2018. In this role, “[l]ed all strategy and communication[.]” In prior role as Chief Commercial Officer, “[m]anaged commercial functions across two vertically-oriented business units selling subscription software and services, growing 2016 and 2017 revenue [year over year] by 22% and 21% respectively.”¹⁴⁰
- Duggasani: as Chief Strategy Officer and General Manager between 2014 and 2018, “[d]efined strategic vision for the business and communicated regularly to all

¹³⁸ Before joining Rainmaker in 2013, Skodol was Director of Pricing and Revenue Management for apartment owner Archstone, where he “oversaw pricing and revenue management practices” and “administered, applied, and supported the Lease Rent Options (LRO) system used to derive pricing recommendations.” As discussed elsewhere, Rainmaker sold LRO to apartment owners before competitor RealPage acquired this algorithm in 2017 and integrated it with its own pricing algorithm, YieldStar, to create the RealPage AI Revenue Management platform. Federal antitrust authorities reportedly opened an investigation recently into apartment owners’ use of this pricing algorithm in setting tenants’ rents.

¹³⁹ See <https://www.linkedin.com/in/kevingduncan/> (last visited Nov. 19, 2023).

¹⁴⁰ See <https://www.linkedin.com/in/mikecowles/> (last visited Nov. 19, 2023).

stakeholders, board, investors, analysts, employees, and customers,” and “[I]ed product and technology strategy to launch new products and develop new markets.”¹⁴¹

- Menard: Previously a Pricing Analyst (2009-2015) and Senior Data Scientist for Rainmaker (2015-2019), and later a Senior Data Scientist at Cendyn between August 2019 and July 2023.¹⁴²
- Wang: Former Chief Data Scientist at Rainmaker, with a Ph.D. in Statistics. Wang described his responsibilities at Rainmaker as: “[c]reated, coached and led a team of data scientists researching and designing pricing and revenue management solutions for hospitality, casino resort and multi-family housing industries. Built forecasting and optimization models using statistical, machine learning, and deep learning techniques.”¹⁴³

B. **Cendyn.** Relevant personnel include former President and CEO Tim Sullivan, Head of Revenue Cloud Production and Operations Michael Rothwell, Director of Sales (Global Gaming) Richard McNeal, Key Account Manager Madi Bingham, Senior Data Scientist Renaud Menard, President and CMO Michael Bennett, VP of Product Management Kevin Duncan, Senior VP for Commercial-Customer Relationship Management Robert Magliozzi, former Senior Director for Strategic Commercial Initiatives Kevin Duncan, former VP of Enterprise Sales for Gaming and Casinos and Strategic Consultant Angie Dobney, former VP of Data Science and Analytics Dan Skodol, and Data Scientist Han Wu.

- Sullivan: managed an executive team that delivered “an integrated sales, marketing, ecommerce, and revenue optimization technology platform” for “thousands of hotels and resorts around the world.” “During his time as CEO,” he “drove continued

¹⁴¹ See <https://www.linkedin.com/in/amarduggasani/> (last visited Nov. 19, 2023).

¹⁴² See <https://www.linkedin.com/in/renaud-menard-460082b/> (last visited Nov. 19, 2023).

¹⁴³ See <https://www.linkedin.com/in/jian-wang-ph-d-586a515/>.

1 growth through global expansion and strategic M&A,” and oversaw the acquisition of
2 Rainmaker.¹⁴⁴

- 3 • Bennett: oversees the company’s leading market position in revenue management and
4 plays a key role in marketing the features and benefits of its platform, of which he is
5 intimately familiar. A few months after the Rainmaker acquisition in January 2020,
6 Bennett, who was listed as the media contact at Cendyn for inquiries on the deal, gave
7 an in-depth discussion of Rainmaker’s pricing algorithm products to Hotelier
8 Magazine.¹⁴⁵
- 9 • Duncan: in his current role as VP of Product Management, is “defining the future of
10 Commercial Strategy solutions to include revenue management systems, business
11 intelligence, group strategy and pricing.” Since he assumed this role in early 2022,
12 Duncan has sat on HSMIAI’s Las Vegas Chapter’s Board. He previously served as
13 Senior Director for Strategic Product Initiatives, where he was “responsible for
14 defining the future of Cendyn’s Revenue Cloud products to include revenue
15 management systems, business intelligence, group strategy and pricing.” During this
16 period, he attended the June 2022 HSMIAI ROC. Before that, he held the title of
17 Senior Director for Strategic Commercial Initiatives, which he assumed when Cendyn
18 acquired his then-employer Rainmaker. He described this role on LinkedIn: “Taking
19 the world’s leading CRM environment and engaging with the science of the leading
20 revenue and profit optimization cloud will take hospitality to the level of pricing it
21 has been seeking for years.”¹⁴⁶ Duncan has personally provided tutorial videos
22
23

24 ¹⁴⁴ *Kognitive Corporation appoints Tim Sullivan as Chief Executive Officer*, Bloomberg (Jan.
25 10, 2023), <https://www.bloomberg.com/press-releases/2023-01-10/kognitiv-corporation-appoints-tim-sullivan-as-chief-executive-officer>.

26 ¹⁴⁵ *See Examining Trends in Rate and Revenue Management*, Hotelier (Jan. 3, 2020),
27 <https://www.hoteliermagazine.com/examining-trends-in-rate-and-revenue-management/?cn-reloaded=1>.

28 ¹⁴⁶ *See* <https://www.linkedin.com/in/kevingduncan/> (last visited Nov. 19, 2023).

walking through the functionality of GuestRev, including stressing the importance of monitoring competitor rates through GuestRev.

- Magliozzi, Dobney, and Skodol: management-level employees who marketed the Rainmaker platform to and interacted across various settings with Operator Defendants in various group and individual settings and through communicating with Operator Defendants on industry practices and pricing strategies in connection with using the platform.
- Rothwell: As “Head of Rev Cloud Production and Operations,” identified in Cendyn’s initial disclosures as “likely to have discoverable information regarding the implementation of Cendyn’s revenue management software solutions and products for its customers in Las Vegas.” As Vice President of Implementation & Onboarding at Cendyn, “[d]irected global project resources to implement the Guestrev, Grouprev and Revintel solutions for Revenue Management teams at [Cendyn’s] hotel/resort and hotel/casino customer sites” and was “[r]esponsible for project methodology, forecasting, budgeting, customer relationships, and resource planning.” As Rainmaker’s Vice President of Implementation (2018-2019) and Director of Professional Services (2008-2018), previously “[d]irected global project resources to implement the Guestrev, Grouprev and Revintel solutions for Revenue Management teams at [Rainmaker’s] hotel/resort and hotel/casino customer sites,” “[e]ngage[d] with domestic and international resorts, hotels and casino hotels to assist them in achieving maximum benefit from revenue management solutions,” and was “[r]esponsible for helping customers leverage revenue management best practices before, during and after implementation of [Rainmaker’s] revenue management software solutions.”¹⁴⁷
- McNeal: As “Director of Sales, Global Gaming,” identified in Cendyn’s initial disclosures as “likely to have discoverable information regarding the marketing and

¹⁴⁷ See <https://www.linkedin.com/in/michael-rothwell-19a816/> (last visited Nov. 19, 2023).

1 sale of Cendyn’s revenue management software solutions and products to customers
2 in Las Vegas.”

- 3 • Bingham: As “Cendyn Key Account Manager,” identified in Cendyn’s initial
4 disclosures as “likely to have discoverable information regarding Cendyn’s
5 implementation of and support provided for its revenue management software
6 solutions and products to customers in Las Vegas.” Bingham is the “main point of
7 contact for [Cendyn’s] casino hotel customers,” and “ensure[s] the overall success of
8 [Cendyn’s] casino accounts, champion[s] any of their projects/needs and work[s] with
9 them daily to assist and ensure they meet their goals.”¹⁴⁸
- 10 • Menard: As “Cendyn Senior Data Scientist,” identified in Cendyn’s initial disclosures
11 as “likely to have discoverable information regarding the development, functionality,
12 and operation of Cendyn’s revenue management software solutions and products.”
- 13 • Wu: Data Scientist who works at Cendyn, and formerly worked at Rainmaker. Wu
14 has a Ph. D in Industrial Engineering, and described his experience as including “7+
15 years’ experience on Statistical Analysis and Data Mining: logistics regression
16 analysis, multivariate ANOVA, bootstrap data prediction, time series analysis,
17 multilevel classification, cluster analysis, artificial neural network, support vector
18 machines and decision tree.”¹⁴⁹

19 **Operator Defendants.** These defendants’ respective groups of relevant personnel
20 include executives who condoned their companies’ use of Rainmaker products and knew
21 their competitors were doing the same; resort-level leadership team members who
22 approved their properties’ use of Rainmaker products and knew their co-defendant resorts
23 were doing the same; revenue management directors who used the Rainmaker platform
24 and set corresponding hotel room rates and revenue strategies in consultation with resort
25

26 ¹⁴⁸ *Meet the Cendyn team: 5 minutes with Madi Bingham*, Cendyn (March 31, 2022),
27 <https://www.cendyn.com/blog/meet-the-cendyn-team-5-minutes-with-madi-bingham/>.

28 ¹⁴⁹ See <https://www.linkedin.com/in/hanwulinkedin/>.

leadership and Rainmaker and Cendyn personnel; and information technology managers who worked with the revenue management staff and Rainmaker and Cendyn personnel to implement, operate and maintain the Rainmaker platform. While discovery will reveal the specific identities and roles of each individual participant, the information below currently is known for each Casino-Hotel Defendant.

C. **Caesars Entertainment.** Relevant personnel include CEO Thomas Reeg, Senior VP of Revenue Management Pavan Kapur, VPs of Revenue Management James Larsen, Senior Director of Revenue Strategy Bobby Duck, Senior VP of IT Peter Broughton, former Vice President of Finance/Vice President of Revenue Management Yuliya Aleinikava, and former Director of Revenue Management Julie Beas.

- Reeg: Previously served as CEO of Eldorado Resorts, and “was instrumental in spearheading the acquisition of Caesars Entertainment Corporation in 2020.”¹⁵⁰ Monitors and addresses individual and group hotel room rates, occupancy, and revenue results and trends for the company’s properties in statements and during quarterly and annual earnings calls. In Caesars Entertainment’s second quarter 2022 earnings call, Reeg “spoke broadly about room occupancy rates,” projecting the direction “you should expect to see occupancy track” and the levels where “we’d expect to be back” in “September and beyond.”¹⁵¹
- Kapur: As Senior VP of Revenue Management, lists his specialties to include “revenue management,” “predictive modeling,” “optimization,” “advanced analytics,” “competitive intelligence,” and “pricing.”¹⁵² As discussed below, Kapur attended the 2015 Rainmaker Hospitality Client Summit and serves as a HSMAI Americas Board

¹⁵⁰ Tom Reeg, Caesars Entertainment, <https://www.caesars.com/corporate/leadership/tom-reeg#:~:text=Thomas%20R.,Caesars%20Entertainment%20Corporation%20in%202020>.

¹⁵¹ Daniel Kline, *MGM Has Good News for the Las Vegas Strip (and Caesars)*, The Street (Sept. 21, 2022), <https://www.thestreet.com/investing/mgm-has-good-news-for-the-las-vegas-strip-and-caesars>.

¹⁵² See <https://www.linkedin.com/in/pavan-kapur-7751a025/> (last visited Nov. 25, 2023).

1 Member. According to his LinkedIn profile, Kapur also served on Rainmaker’s
 2 “Customer Advisory Board” beginning in approximately 2015, and has publicly
 3 endorsed Rainmaker’s products in the past.

- 4 • Larsen: As Vice President of Revenue Management, responsible for “Total property
 5 Revenue Management . . . for ~50 casino-resorts in destinations like Las Vegas [and]
 6 Atlantic City,” and oversee the Revenue Management team’s “forecasting, pricing,
 7 distribution, connectivity, [and] RM systems” “for [Caesars’] hospitality assets.”
 8 Previously was “[r]esponsible for a team of revenue managers and analysts who
 9 oversee an inventory of 13,000 rooms in twenty-two casino-hotels across the
 10 USA.”¹⁵³
- 11 • Duck: as Senior Director of Revenue Strategy, has an “extensive background” in
 12 “Revenue Management.”¹⁵⁴
- 13 • Broughton: Senior Vice President of Information Technology who also sits on
 14 Gaming and Leisure’s Board of Directors (discussed further below). According to a
 15 profile on G&L’s website, Broughton “is an integral part of the Executive team” who
 16 works with fellow “seasoned executives” to “deliver cohesive and fully integrated
 17 systems that take advantage of technology and promote best practices,” while using
 18 “software” “to create systems that exceed goals.”¹⁵⁵
- 19 • Aleinikava and Beas: As discussed above, possess knowledge of Caesars’ use of
 20 Rainmaker products to price hotel rooms in the Las Vegas market, and have publicly
 21 endorsed those products in the past. Notably (and as noted above), after leaving
 22 Caesars in 2014, Beas went on to join Rainmaker as “Vice President of Strategic
 23 Programs” between 2019 and 2020, where she “[l]ead strategic programs across
 24

25
 26 ¹⁵³ See <https://www.linkedin.com/in/james-l-16791213/> (last visited Nov. 25, 2023).

27 ¹⁵⁴ See <https://www.linkedin.com/in/bobbyduck/> (last visited Nov. 25, 2023).

28 ¹⁵⁵ See Peter Broughton, Gaming & Leisure: Board,
<https://mygamingandleisure.com/people/peter-broughton/>.

hospitality and casino clients. She later worked as “Vice President, Customer Experience & Strategic Account Management” at Cendyn between 2020 and 2021.¹⁵⁶

D. **Wynn.** Relevant personnel include Vice President of Revenue Management Michael Lloyd, Executive Director of Revenue Management Sean O’Brien, Director of Channel Distribution, Revenue Management Arun Tanpanuwat, Assistant Director of Revenue Management Ilian Iliev, Revenue Manager Lemual Potter, Vice President of Revenue Management and Analytics Kris Ledbetter, former Revenue Manager Ashley Barber, and former “Information Technology Project Management” employee Shelly Horsley.

- Lloyd: Since May 2010, “Revenue Manager” at Wynn Las Vegas.¹⁵⁷ As discussed below, appeared at a November 2022 “View from the Top” Summit sponsored by the Las Vegas chapter of HSMAI featuring, among others, Cendyn’s Kevin Duncan.
- O’Brien: Since January 2023, Executive Director of Revenue Management. Previously Director of Revenue Management (January 2020 through December 2022) and Assistant Director of Revenue and Analytics (July 2017 through January 2020).¹⁵⁸
- Tanpanuwat: Since April 2022, Director of Channel Distribution, Revenue Management; previously held a variety of revenue management related roles at Wynn Las Vegas between October 2015 and March 2022.¹⁵⁹ Since May 2018, Tanpanuwat has served as “Director of Social Media and Marketing” for the HSMAI Las Vegas Chapter, which is discussed in detail below. Before working at Wynn, he also worked as a “Revenue Management Manager” for SLS Las Vegas between August 2014 and October 2015.
- Potter: Since October 2021, Revenue Manager at Wynn Las Vegas.¹⁶⁰

¹⁵⁶ See <https://www.linkedin.com/in/juliebeas/> (last visited Nov. 26, 2023).

¹⁵⁷ See <https://www.linkedin.com/in/lloydsmike/> (last visited Nov. 26, 2023).

¹⁵⁸ See <https://www.linkedin.com/in/sean-o-brien-0b788957/> (last visited Nov. 26, 2023).

¹⁵⁹ See <https://www.linkedin.com/in/arun-tanpanuwat-83551883/> (last visited Nov. 26, 2023).

¹⁶⁰ See <https://www.linkedin.com/in/lemual-potter-a34026a7/> (last visited Nov. 26, 2023).

- Ledbetter: as of 2016, Vice President of Revenue Management and Analytics at Wynn Las Vegas. As noted above, publicly endorsed Rainmaker's products and noted Wynn had used for many years.
- Barber: Revenue Manager at Wynn Las Vegas between December 2018 and December 2022; previously an Assistant Revenue Manager (March 2017 to December 2018) and Senior Revenue Analyst (May 2015 to March 2017). According to her LinkedIn profile, Barber is "[s]killed in . . . Rainmaker."¹⁶¹
- Horsley: Between November 2022 and March 2023, "[r]esponsible for managing Front of House and Gaming projects to ensure they remain within the agreed scope, schedule, cost, and quality throughout the product/project lifecycle; Projects i.e. (Opera Upgrades, B4Checkin, **Guestrev**, Poker Atlas, Mini Bars) to ensure they remain within the agreed scope, schedule, cost, and quality throughout the product/project lifecycle."¹⁶²

E. **Treasure Island.** Relevant personnel include Executive Vice President and General Manager Najam Khan and Director of Revenue Management Mark Lara.

- Kahn: Since March 2009, Executive Vice President and General Manager of Treasure Island. As discussed above, Khan has publicly endorsed Rainmaker's products in the past.
- Lara: According to Treasure Island's initial disclosures, Mr. Lara has knowledge of Treasure Island's process for setting room rates, Treasure Island's use of the Rainmaker software, and the utility of Rainmaker's proposed rates.

F. **Hard Rock.** Relevant personnel include Richard Bosworth, former CEO of JC Hospitality, and Shawn Cummings, a revenue manager at Hard Rock Hotel between 2016 and 2019.

¹⁶¹ See <https://www.linkedin.com/in/ashley-barber-509b822b/> (last visited Nov. 25, 2023).

¹⁶² See <https://www.linkedin.com/in/shelly-horsley-b785884/> (last visited Nov. 25, 2023).

- Bosworth: Previously served for five years as CEO of JC Hospitality, which acquired the Hard Rock Hotel & Casino Las Vegas in 2018.¹⁶³
- Cummings: As discussed above, Cummings was a revenue manager at Hard Rock Hotel from 2016 to 2019, where he “led [revenue management] yield strategy (Rainmaker) of 1,500 hotel rooms [and] consistently exceed[ed] revenue & occupancy goals” and “held bi-weekly meeting updating senior management on results and strategy.” Cummings subsequently became a Director of Revenue Optimization at Sahara Las Vegas, starting in October 2021.

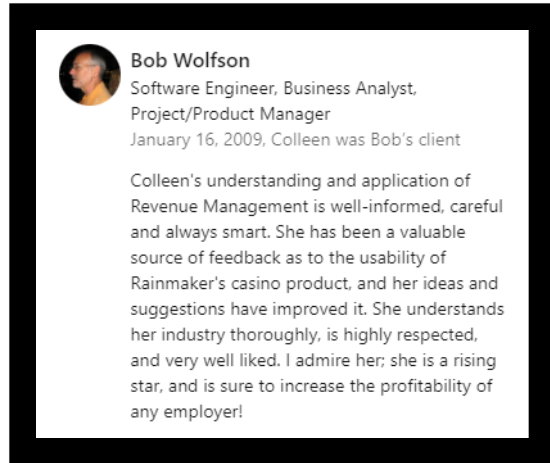
G. **The Cosmopolitan.** Relevant personnel include former CEO William P. McBeath and Colleen Birch, former Senior Vice President, Revenue Optimization at The Cosmopolitan.

- McBeath: Previously ran The Cosmopolitan between December 2014 and May 2022. In addition, previously held roles as President and CEO of Treasure Island (1998-2000) and President and COO of The Mirage (2000-2004).¹⁶⁴
- Birch: As discussed throughout the complaint, Birch offered many testimonials for Rainmaker’s products in her time at The Cosmopolitan. Birch lists “profit optimization” and “revenue forecasting” among her skills.¹⁶⁵ Further, an “endorsement” of Birch on her LinkedIn profile from Bob Wolfson, a former “VP of Development, Chief Technical Executive” at Rainmaker, states:

¹⁶³ See <https://www.linkedin.com/in/richard-bosworth-66026014/> (last visited Nov. 26, 2023).

¹⁶⁴ See <https://www.linkedin.com/in/william-p-mcbeath-3766b868/details/experience/> (last visited Nov. 26, 2023).

¹⁶⁵ See <https://www.linkedin.com/in/colleen-birch-a64aa23/> (last visited Nov. 25, 2023).

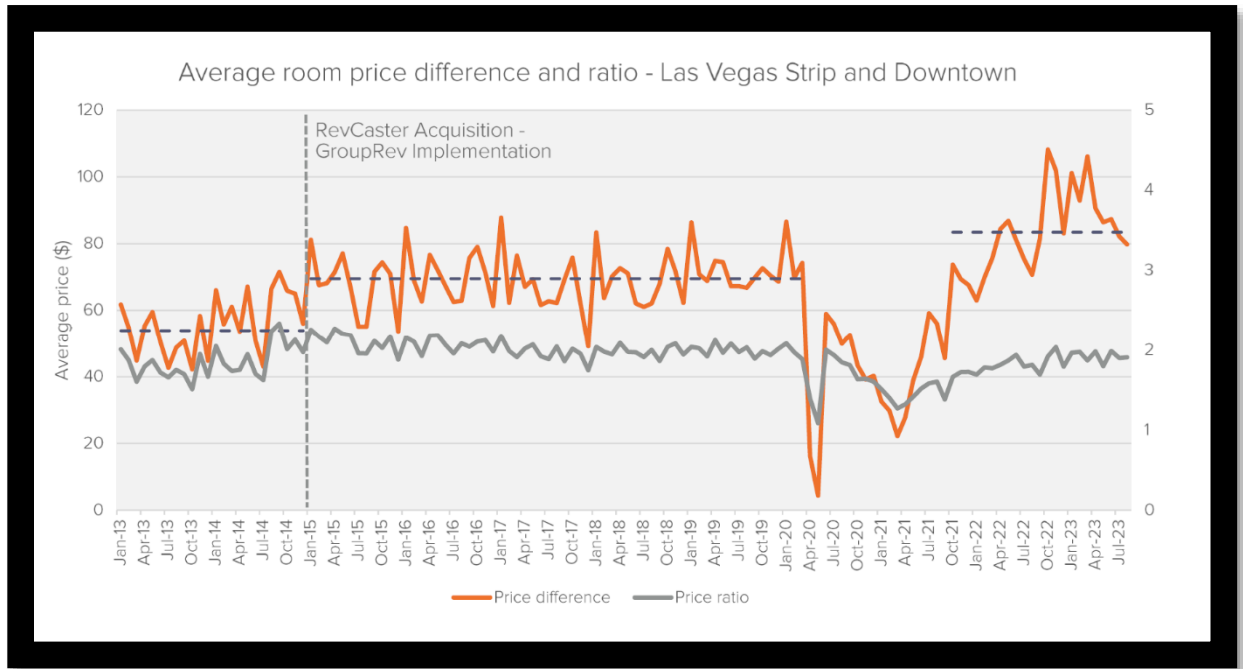


D. Economic Analysis Shows that Rainmaker Use Produces Anticompetitive Effects in the Form of Higher Prices.

212. As discussed above, in 2015, Rainmaker made two significant additions to its revenue management system. First, Rainmaker acquired RevCaster. This allowed Rainmaker to fully integrate competitor rates into the pricing recommendations that GuestRev produced. Second, Rainmaker rolled out GroupRev in the Las Vegas market—a pricing algorithm specifically for quoting rates for group travel, a substantial component of the Las Vegas Strip market. Economic analysis indicates that these changes in turn had anticompetitive effects in the form of both increased room prices on an operator-by-operator basis, as well as increased prices for the Las Vegas Strip market as a whole.¹⁶⁶

¹⁶⁶ The economic analyses are based on publicly available financial data from Defendant Operators and supplemented by third party industry research.

213. First, starting in 2015, as shown in the chart below, the room price difference between rooms on the Las Vegas strip and rooms in the rest of Las Vegas widened significantly. The gap has persisted and, following a period of Covid-related disruption, increased further. This elevation in prices is an anticompetitive effect of the conspiracy on the whole Las Vegas Strip market.



214. Second, beginning in 2015, Defendants for which there is publicly available data¹⁶⁷ raised prices at significantly higher rates than the Venetian—which, according to public reporting, has never used Rainmaker as a revenue management system, and instead uses a revenue management system provided by the company IDEaS.¹⁶⁸ This shows the anticompetitive

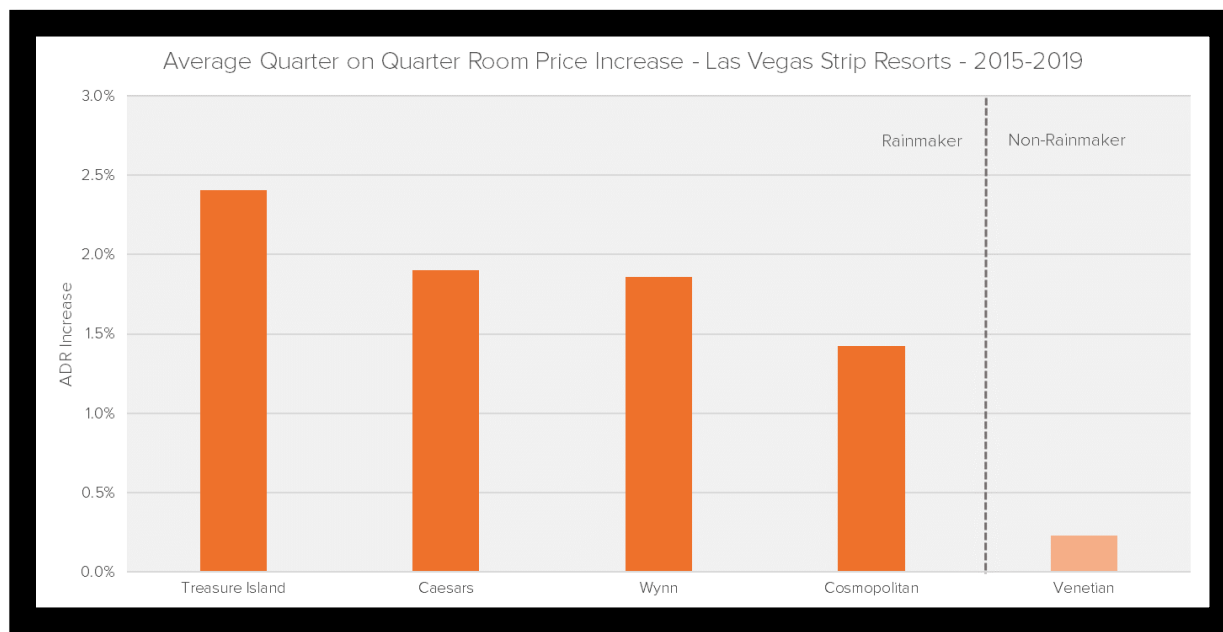
¹⁶⁷ Financial data for Hard Rock Hotel & Casino was not able to be located.

¹⁶⁸ See *The Venetian Develops a Strategic Approach to Pricing and Casino Player Value with IDEaS*, IDEaS, <https://ideas.com/success-story/venetian/> (last visited Nov. 24, 2023). The Venetian does appear to be a customer of Cendyn's separate product, Pegasus, a customer reservation system. See <https://help.cendyn.com/hc/en-us/articles/20218953735195-Cendyn-Scheduled-Maintenance-November-07-2023-Pegasus-CRS-Hotfix-Venetian-LV>. Cendyn acquired Pegasus in 2022.

effect of the Rainmaker revenue management system on an operator-by-operator level. This pattern is clearly visible over the entire period between 2015-2023.

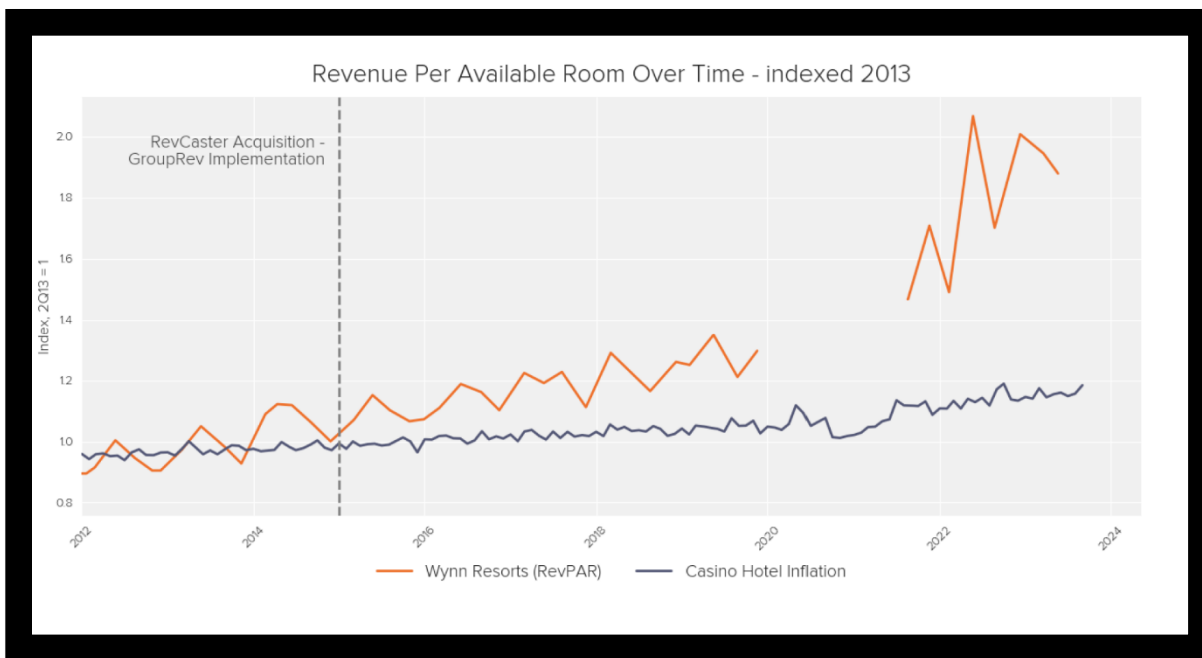


215. The same pattern of price increases from is also apparent in the pre-Covid period from 2015-2019. This again shows the anticompetitive effect of the Rainmaker revenue management system on an operator-by-operator level.

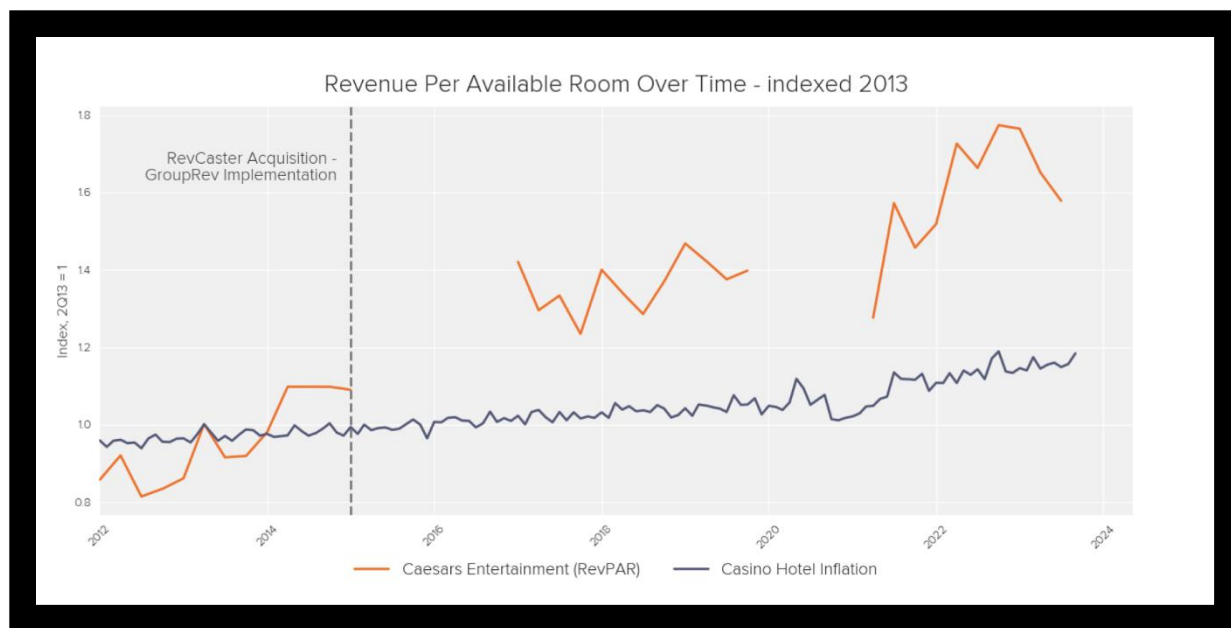


216. This analysis is corroborated by a comparison of the evolution of Rainmaker user rates with that of the nationwide casino hotel price index. Specifically, the Saint Louis Federal Reserve provides a producer price index for casino hotel prices throughout the United States. Each Defendant Hotel Operator for which there is available data shows the same pattern of inflated price increases—that is, increases that significantly exceed the nationwide casino hotel index. The anticompetitive effects from hotel operators’ usage of Rainmaker, starting in 2015, are shown below.

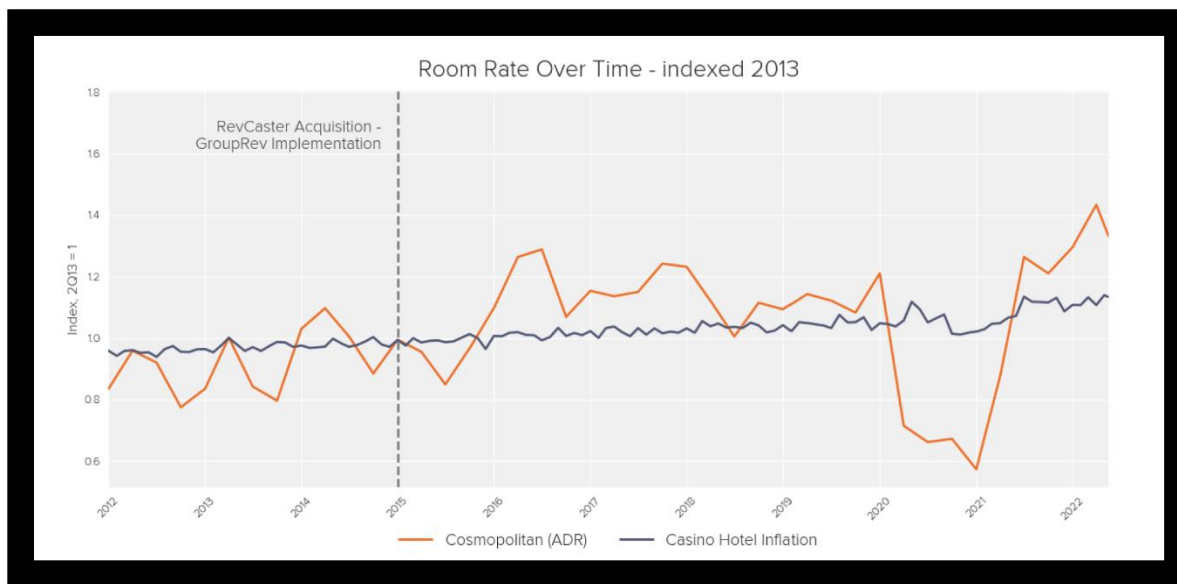
217. **First**, revenue per available room for Wynn Las Vegas tracks the nationwide index closely from 2012-2015. Beginning in 2015, growth in revenue per available room significantly outpaces that of the nationwide index:



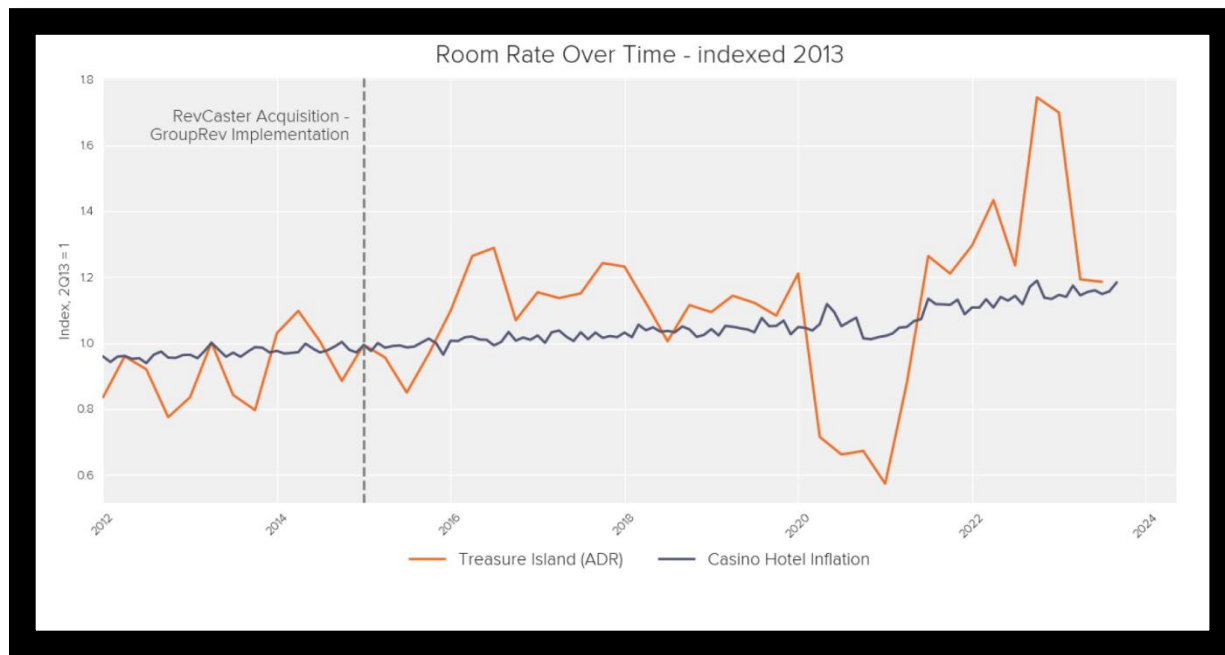
218. **Second**, although data is limited for Caesars’ Entertainment during certain periods, the same pattern of price inflation starting in 2015 is clearly visible. Beginning in 2015, revenue per available room outpaces that of the nationwide index:



219. **Third**, The Cosmopolitan displays the same pattern in its average daily rates over time. Prior to 2015, The Cosmopolitan's increase in average daily rates was almost always below that of the nationwide casino hotel index. Starting in 2015, apart from a period of Covid-19 disruption, The Cosmopolitan's average daily rates generally increased at a rate significantly above that of the nationwide index:



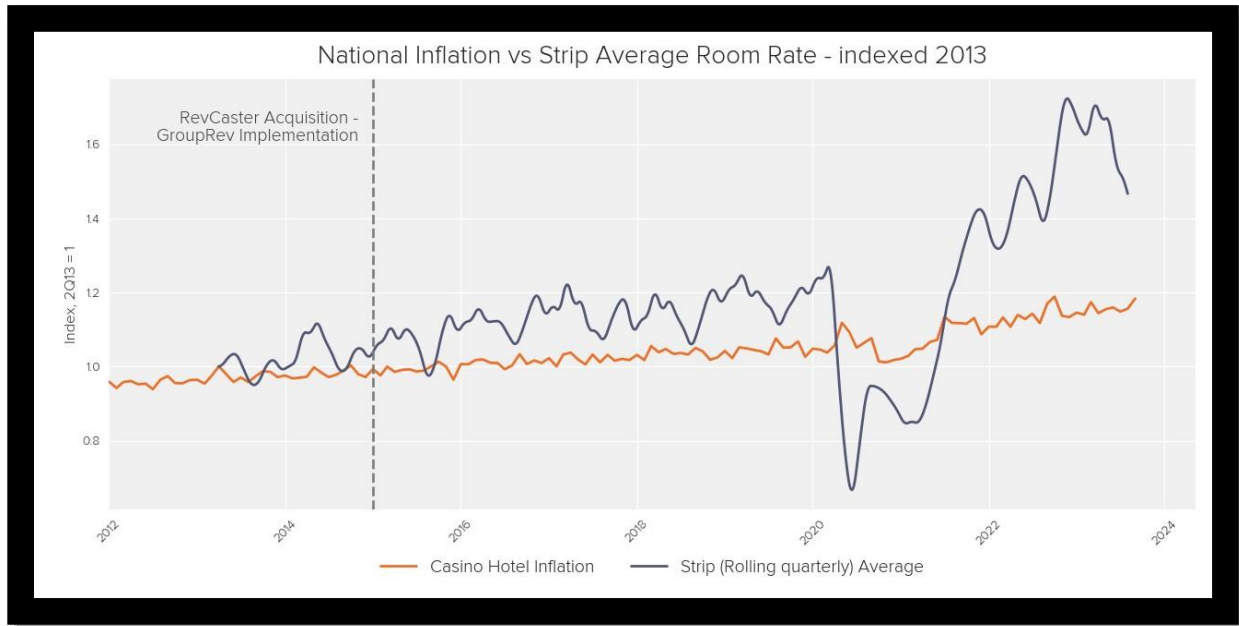
220. **Fourth**, Treasure Island's average daily rates show the same pattern. Prior to 2015, Treasure Island's increase in average daily rates was below that of the nationwide index. Starting in 2015, Treasure Island's average daily rates exceeded that of the nationwide index:



221. Notably, as reported by the Las Vegas Convention and Visitors Authority, from 2015 to 2019, total visitor traffic to Las Vegas was consistent at around 42 million per year, falling to 19 million in 2020, and only rebounding to 38 million by 2022.¹⁶⁹ Yet despite the fact that total visitor traffic to Las Vegas was flat to down during the entire period from 2015 to the present, the Operators Defendants, using Rainmaker's revenue management platform, were able to raise prices at rates far exceeding that of comparable benchmarks that did not feature the same delegation of pricing to a centralized hub

222. The anticompetitive effects of Rainmaker usage can also be seen in the inflation in market-wide prices across the Las Vegas strip. Starting in 2015, Las Vegas Strip market-wide prices significantly outpace that of the nationwide Casino Hotel index.

¹⁶⁹ See Las Vegas Convention and Visitors Authority, Las Vegas Historic Tourism Statistics (1970-2022), available at https://res.cloudinary.com/simpleview/image/upload/v1677881218/clients/lasvegas/Las_Vegas_Historical_1970_to_2022_56321dea-a3c6-4fe0-9ec9-27a5bd988cfc.pdf.



E. Pricing Algorithms Represent New Methods of Achieving Anticompetitive Harm Long Prohibited by the Sherman Act

223. Antitrust liability is not evaded when conspirators move from a smokey back room to a more convenient, more effective, modern medium of collusion. The Supreme Court recognizes that the Sherman Act was written to “embrace[] all forms of combination, old and new.”¹⁷⁰

224. Extensive economic research documents that the use of pricing algorithms leads to a modern form of collusion with the same anticompetitive effect that collusion is always designed to produce: elevated prices. Modern algorithms can use artificial intelligence to reach the objective of maximizing profits without the need for human intervention. Indeed, legal scholars, economists, and antitrust regulators studying this issue have all concluded that competitors’ use of a shared pricing algorithm to set prices produces the same types of anticompetitive effects alleged here.

225. In a May 2017 paper, “Algorithmic Collusion: Problems and Counter-Measures,” competition law professors Ariel Ezrachi and Maurice Stucke discuss “how in an online

¹⁷⁰ *United States v. Union Pac. R. Co.*, 226 U.S. 61, 85-86 (1912) (emphasis added).

1 environment a hub-and-spoke [price-fixing conspiracy] framework may emerge when sellers use
 2 the same algorithm or the same data pool to determine price.” In particular they state that:

3 An industry-wide use of a single algorithm, which competitors use
 4 to determine the market price or react to market changes, would
 5 result in de-facto hub-and-spoke structure, as the market behavior of
 6 the competitors aligns due to the use of a similar “brain” to
 7 determine their price strategy. These effects intensify when sellers
 use the same data pool and are privy to vast volumes of data. Hub-
 and spoke structures may therefore be observed at the input level
 (data) and the output level (algorithm).¹⁷¹

8 226. Ezrachi and Stuck note this situation playing out in connection with gas stations
 9 using the same third-party analytics provider to determine fuel prices. The professors conclude
 10 that “[t]his anecdotal example supports the assertion that as competitors use a single hub—a
 11 single provider for algorithmic pricing—one may expect, in markets susceptible to tacit
 12 collusion, greater alignment of pricing decisions and higher prices overall.”

13 227. Notably, as described in detail above, Rainmaker repeatedly touts the ability of its
 14 revenue management platform to price discriminate on an individual level—specifically, its
 15 ability to price discriminate on an individual guest-by-guest basis. Rainmaker has stated that
 16 GuestRev allows users to “price each room type independently of overall demand,” instead
 17 basing pricing on factors such as “the guest’s willingness to pay for that room.” Academic
 18 research has shown that this kind of price-discrimination driven algorithmic collusion, where
 19 multiple competitors use the same algorithm to price discriminate, is expected to lead to durable
 20 cartels.¹⁷² In such situations, economic theory predicts that “each firm no longer has an incentive
 21 to ‘cheat’ on the cartel and leave the price-discrimination driven platform. Though the
 22 transferred surplus will be split by the platform and the participants, combining algorithmic
 23 collusion with personalized pricing can create a large enough joint surplus to remove the
 24

25 ¹⁷¹ Ariel Ezrachi and Maurice Stucke, *Algorithmic Collusion: Problems and Counter-*
 26 *Measures*, at 10, Roundtable on Algorithms and Collusion (June 2017), available at
 27 <https://one.oecd.org/document/DAF/COMP/WD%282017%2925/en/pdf>.

28 ¹⁷² Salil K. Mehra, *Price Discrimination-Driven Algorithmic Collusion: Platforms for*
Durable Cartels, 26 STAN. J. L. & BUS. FIN. 171, 177 (2021).

incentive for participants to defect from the platform—that is, to cheat on the cartel.”¹⁷³ The result, as the author explains, is that “increasingly perfect price discrimination via a platform that acts as a hub for multiple firms...can literally be a game-changer for assumptions about cartel behavior.”¹⁷⁴

228. Consistent with this, a growing body of academic research documents that algorithms make it easier for competitors to coordinate on pricing and charge supracompetitive prices. For example, an experimental study published in the American Economic Review found that competing firms, using AI powered algorithmic pricing, would settle, over time, into an equilibrium model where each firm charged supracompetitive prices.¹⁷⁵ The result was robust to asymmetries in cost or demand, or changes in the numbers of players.

229. Similarly, a 2021 empirical study found (in line with the predictions of theoretical models, and with Ezrachi and Stucke’s predictions) that when gas stations in Germany used algorithms to set prices, their margins increased by approximately 9%. Critically, the authors found that algorithm use only raised prices above competitive levels in places where competitors adopted algorithms jointly, and thus that “algorithmic pricing software adoption raises margins *only through its effects on competition*”; by contrast, in areas where (1) a station had no competitors or (2) there were two stations but only one adopted algorithmic pricing, the authors found “no change in mean margins or pricing.”¹⁷⁶ In other words, algorithm use among these stations raised prices not by driving efficiency or achieving some procompetitive result, but instead by undermining normal market competition. The authors also note:

Algorithmic pricing can also affect competition if a single intermediary software provider sells their product to multiple competitors. Such adoption could lead to hub-and-spoke(where the

¹⁷³ *Id.* at 31.

¹⁷⁴ *Id.*

¹⁷⁵ Emilio Calvano et al., *Artificial Intelligence, Algorithmic Pricing and Collusion*, 110 AM. ECON. REV. 3267-97 (Oct. 2020), <https://www.aeaweb.org/articles?id=10.1257/aer.20190623>.

¹⁷⁶ See Stephanie Assad et al., *Autonomous algorithmic collusion: Economic research and policy implications* at 15, Toulouse School of Economics Working Paper (Mar. 2021), available at https://www.tse-fr.eu/sites/default/files/TSE/documents/doc/wp/2021/wp_tse_1210.pdf (emphasis added).

provider acts as the hub of the sellers, Ezrachi and Stucke 2015) or parallel-use scenarios, with competitors coordinating to higher prices by delegating choices or relaying information to the same third party. These concerns are warranted by the statements and observed behaviour of software providers. Some providers promote their products by suggesting that they optimize for long-term revenues and avoid price wars.¹⁷⁷

230. Uber also sets prices algorithmically, which users recognize in now-regular occurrences of “surge pricing” where prices spike (often to eye-watering levels) at times of high demand. This algorithmic pricing leads to higher prices for customers and higher revenue for Uber, even though Uber’s costs do not change significantly during the surge pricing periods. As one academic has noted, even though drivers are theoretically independent contractors who could compete against each other, each driver has “agreed to have their prices coordinated and set by the algorithm.” This could constitute, as the author puts it, a “twenty-first-century[] techno-cartel.”¹⁷⁸ Areeda and Hovenkamp also state that a “practice of interseller price verification . . . would appear to be a naked or at least a nearly naked restraint” in violation of antitrust law.¹⁷⁹

231. The delegation of price-setting by competitors—normally a core competitive function of individual firms—to a commonly-shared algorithm affects actual or potential competition. This kind of delegation is the joining of separate actors, with separate economic interests, and is improper concerted action that the Sherman Act Section 1 was designed to prevent. This is because concerted action occurs when the market is deprived of these independent centers of decision-making, whether or not the joining is through delegation to a common entity or through tacit agreement.

232. Government regulators around the world have expressed concerns about algorithmic pricing’s effect on competition. Antonio Capobianco, deputy head of the

¹⁷⁷ *Id.* at 4.

¹⁷⁸ Salil K. Mehra, *Antitrust and the Robo-Seller: Competition in the Time of Algorithms*, 100 MINN. L. REV. 1323-75 (2015).

¹⁷⁹ Herbert Hovenkamp & Phillip E. Areeda, *ANTITRUST LAW: AN ANALYSIS OF ANTITRUST PRINCIPLES AND THEIR APPLICATION* ¶ 2113 (4th and 5th Ed. 2018-2022).

1 Organization for Economic Cooperation and Development, has explained, algorithmic pricing
2 raises fundamental, familiar concerns about anticompetitive price coordination:

3 By accessing available pricing data, algorithms can rapidly detect
4 and respond to pricing deviations, reducing the incentive for firms
5 to cut their prices and making explicit collusion between firms more
6 stable. Algorithms can reinforce the effectiveness of “hub and
7 spoke” arrangements that use the same third-party pricing software
8 to facilitate price alignments. Finally, the most sophisticated
9 algorithms can use public information to self-learn and
10 autonomously achieve tacit collusive outcomes with little to no
11 human instruction.¹⁸⁰

12 233. Earlier this year, the Principal Deputy Assistant Attorney General of the Antitrust
13 Division for the Department of Justice stated: “Where competitors adopt the same pricing
14 algorithms, our concern is only heightened. Several studies have shown that these algorithms can
15 lead to tacit or express collusion in the marketplace, potentially resulting in higher prices, or at a
16 minimum, a softening of competition.”¹⁸¹ She also explained that even historical, aggregated
17 data may pose a threat to competition through the use of machine learning and algorithmic
18 tools.¹⁸²

19 234. Similarly, as noted above, while serving as acting chairman of the Federal Trade
20 Commission, Maureen Ohlhausen explained in 2017 how multiple firms outsourcing pricing

21 ¹⁸⁰ Antonio Capobianco, *The Impact of Algorithms on Competition and Competition Law*,
22 ProMarket (May 23, 2023), <https://www.promarket.org/2023/05/23/the-impact-of-algorithms-on-competition-and-competition-law/>

23 ¹⁸¹ U.S. Dep’t of Justice, *Principal Deputy Assistant Attorney General Doha Mekki of the*
24 *Antitrust Division Delivers Remarks at GCR Live: Law Leaders Global 2023* (Feb. 2, 2023),
25 available at <https://www.justice.gov/opa/speech/principal-deputy-assistant-attorney-general-doha-mekki-antitrust-division-delivers-0>.

26 ¹⁸² *Id.* (“[T]he suggestion that data that is at least three-months old is unlikely to be
27 competitively-sensitive or valuable is undermined by the rise of data aggregation, machine
28 learning, and pricing algorithms that can increase the competitive value of historical data for
some products or services. To use an analogy, maintaining the safety zones would be like
developing specifications for audio cassette tapes and applying them to digital streaming.
Similarly, the Division’s enforcement actions and the case law itself demonstrate that having five
or more participants in an information exchange is no guarantee that the exchange will not harm
competition, especially in situations where the companies exchanging the information
collectively have significant shares of the relevant market.”)

1 decisions to a single third-party actor—just as Operator Defendants have done with Rainmaker—
 2 raises significant antitrust concerns, and asked rhetorically:

3 What if algorithms are not used in such a clearly illegal way, but
 4 instead effectively become a clearing house for confidential pricing
 5 information? **Imagine a group of competitors sub-contracting**
 6 **their pricing decisions to a common, outside agent that provides**
 7 **algorithmic pricing services. Each firm communicates its**
 8 **pricing strategy to the vendor, and the vendor then programs its**
 9 **algorithm to reflect the firm’s pricing strategy. But because the**
 10 **same outside vendor now has confidential price strategy**
 11 **information from multiple competitors, it can program its**
 12 **algorithm to maximize industry-wide pricing.** In effect, the firms
 13 themselves don’t directly share their pricing strategies, but that
 14 information still ends up in common hands, and that shared
 15 information is then used to maximize market-wide prices.

16 Again, **this is fairly familiar territory for antitrust lawyers, and**
 17 **we even have an old fashioned term for it, the hub-and-spoke**
 18 **conspiracy. Just as the antitrust laws do not allow competitors**
 19 **to exchange competitively sensitive information directly in an**
 20 **effort to stabilize or control industry pricing, they also prohibit**
 21 **using an intermediary to facilitate the exchange of confidential**
 22 **business information.**

23 Let’s just change the terms of the hypothetical slightly to understand
 24 why. Everywhere the word “algorithm” appears, please just insert
 25 the words “a guy named Bob”.

26 Is it ok for a guy named Bob to collect confidential price strategy
 27 information from all the participants in a market, and then tell
 28 everybody how they should price? **If it isn’t ok for a guy named**
 29 **Bob to do it, then it probably isn’t ok for an algorithm to do it**
 30 **either.**¹⁸³

31 235. Rainmaker Group here plays exactly that role of a guy named Bob. It collects
 32 confidential information from each of the Hotel Operators, and then tells them, through its
 33 centralized revenue management platform, how to price.
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36 ¹⁸³ Maureen K. Ohlhausen, *Should We Fear The Things That Go Beep In the Night? Some*
 37 *Initial thoughts on the Intersection of Antitrust law and Algorithmic Pricing*, Federal Trade
 38 Commission (May 23, 2017), https://www.ftc.gov/system/files/documents/public_statements/1220893/ohlhausen_-_concurrences_5-23-17.pdf (emphasis added).

F. There is Extensive Circumstantial Evidence from Which to Infer Concerted Action

236. Defendants’ conspiracy to raise hotel room prices can be inferred through two separate types of circumstantial evidence. *First*, there is substantial evidence that Rainmaker contemplated and invited concerted action by Hotel Operators by promising them increased revenues; Hotel Operators responded by using Rainmaker’s products, accepting its recommendations at a high rate, and jointly delegating aspects of decision making on prices and supply to Rainmaker. *Second*, there is substantial evidence of various traditional “plus factors” indicating that the market for hotel room in the Las Vegas Strip Hotel Market is susceptible to the formation, maintenance, and efficacy of a cartel.

1. Operator Defendants’ conspiracy can be inferred by their common use of Rainmaker.

237. Operator Defendants’ parallel, simultaneous usage of Rainmaker’s products—and commensurate parallel pricing patterns, with their pricing moving in sync over a significant period of time—is itself sufficient circumstantial evidence from which to infer a conspiracy. As the Department of Justice recently explained in a memorandum filed in in the *RealPage* litigation (discussed in detail below), in which plaintiffs allege a similar scheme by landlords to jointly adopt algorithmically generated pricing recommendations, “[i]n some situations, the evidence may disclose cooperative conduct among the defendants—such that a ‘combination’ of competitors joining together their decisionmaking can be inferred from their cooperative actions”¹⁸⁴—specifically, where there is “an invitation proposing collective action followed by a course of conduct showing acceptance[.]”

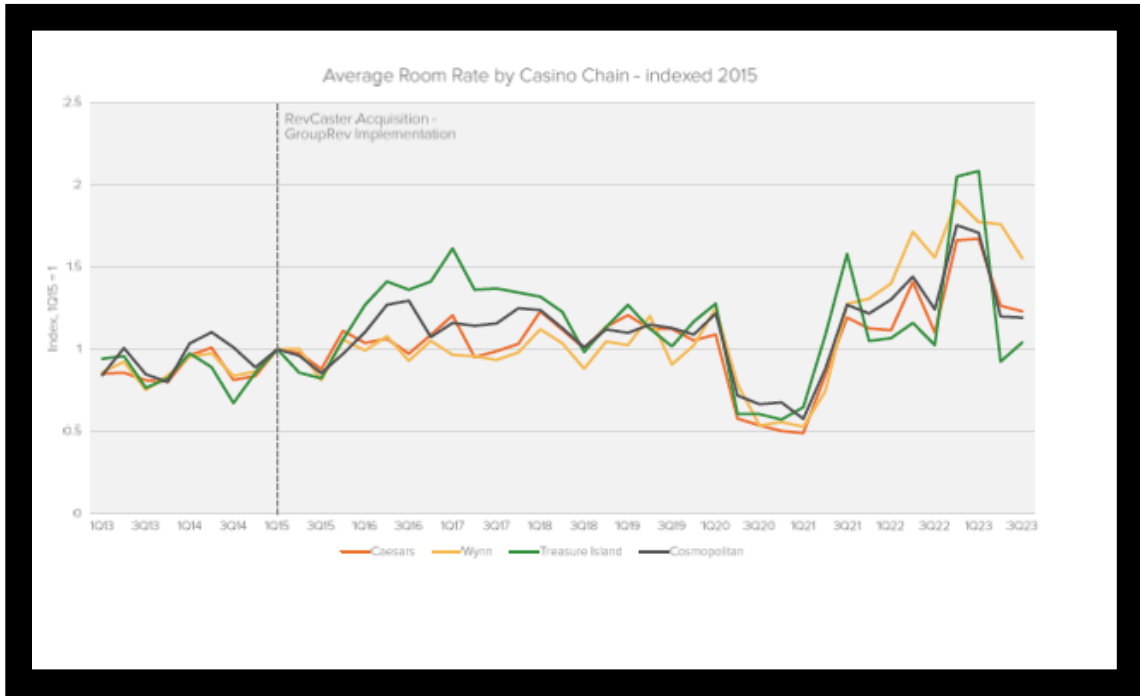
238. Rainmaker invited concerted action by Operator Defendants, and succeeded. Over more than a decade, as detailed throughout this complaint, Rainmaker (and later Cendyn) prominently and repeatedly advertised its customers, including through testimonials, press releases, and voluminous advertising (both on its website an industry publications). As part of

¹⁸⁴ See Memorandum of Law in Support of the Statement of Interest of the United States (ECF No. 628), *In re: RealPage Rental Software Antitrust Litigation (No. II)*, Case No. 3:23-MD-3071 (Nov. 15, 2023) (attached as Ex. B).

1 this, Rainmaker advocated “revenue management discipline” and “the importance of a
2 disciplined group revenue solution” by, among other things, “[s]hif[ing] [operators’] focus from
3 occupancy and rate to profitability.” Rainmaker also prominently advertised that, by using its
4 products, operators could expect to “[i]ncrease revenue by up to 12%” using GuestRev and “up
5 to 8.4%” using GroupRev. Consistent with this, beginning in approximately 2015, Operator
6 Defendants’ rates rose significantly than that of a non-Defendant, The Venetian, that did not use
7 Rainmaker’s products.

8 239. Further, Operator Defendants gave their adherence to this scheme by providing
9 room pricing and occupancy data to Rainmaker’s platform on a continuous basis. They then
10 overwhelmingly priced their units consistent with Rainmaker’s suggested prices—according to
11 Cendyn, at a rate of approximately 90%. Further, as explained above, Rainmaker constrains
12 deviations from its suggested pricing by, among other things, requiring “override” permissions
13 for users to reject suggested pricing (a feature characterized on another industry website as
14 reserved for “times of need and extreme circumstances”).
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240. Consistent with their participation in the scheme and its expected effects, Defendants engaged in parallel conduct throughout the period in the form of correlated pricing, i.e., pricing that consistently moved closely in sync throughout the entire relevant period:



241. Relatedly, Operator Defendants jointly delegated aspects of decision making on prices and supply to Rainmaker—consistent with Rainmaker and Cendyn’s longstanding focus on “automated” pricing both in marketing materials and in the design of both GuestRev and GroupRev. As the Department of Justice recently explained, “[j]ointly delegating any part of the decision-making process reflects concerted action,” and “[t]hat the delegation is to a software algorithm, rather than a human, makes no difference to the legal analysis.”¹⁸⁵

2. Operator Defendants’ conspiracy can be inferred from “plus factors” indicating the market for hotel rooms in the Las Vegas Strip Hotel Market is susceptible to the formation, maintenance, and efficacy of a cartel.

242. The Las Vegas Strip Hotel Market for the rental of guest rooms from Operator Defendants to guests is also characterized by many “plus factors” that render the industry

¹⁸⁵ *Id.*

1 susceptible to collusion, such that the formation, maintenance, and efficacy of a cartel is more
2 likely. In addition to Operator Defendants' parallel price increases, discussed in detail above,
3 these include (1) motive to conspire; (2) market structure (including high barriers to entry,
4 market concentration, inelastic consumer demand, and relative fungibility of hotel rooms); (3)
5 exchanges of competitively sensitive information among horizontal competitors; (4) action
6 against self-interest; (5) numerous opportunities to collude (including at trade associations and
7 Rainmaker Group conferences); and (6) a government investigation into, and litigation related to,
8 virtually identical conduct by landlords using software created by Rainmaker.

9 **a. Motive to conspire**

10 243. Defendants had the motive to conspire given the financial difficulties that
11 Defendant Hotel Operators and the Las Vegas Strip market faced preceding 2015 as a result of
12 the Great Recession.

13 244. The Great Recession had deep financial effects on the Las Vegas Strip. The top
14 22 performing Las Vegas Strip properties went from generating pre-tax net income of \$1.5
15 billion in the fiscal year ending June 2007 to a pre-tax net loss of \$3.7 billion in 2009.¹⁸⁶ The
16 effects continued to linger after that. Combined losses were \$1.8 billion in 2010, and \$1.6 billion
17 in 2011.

18 245. The most long-lasting effects of the Great Recession may be seen in the effects on
19 gaming revenue, a significant revenue source for Defendant Hotel Operators. According to the
20 Las Vegas Convention and Visitors Authority, in 2007, Clark County Gaming Revenue was
21 approximately \$10.8 billion dollars. Gaming revenue fell to a low of \$8.8 billion in 2009. But
22 gaming revenue did not recover quickly. From 2010 to 2015 it inched up from \$8.9 billion in
23 2010 to \$9.6 billion in 2015, but this was still \$1.2 billion less than the pre-Great Recession
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27 ¹⁸⁶ D. M. Macomber, *The Fiscal Forensics of the Las Vegas Strip Lessons from the Financial*
28 *Crisis* (2012) at 1, available at http://digitalscholarship.unlv.edu/occ_papers/5.

1 total.¹⁸⁷ The decrease in gaming revenue provided Hotel Operators with extra incentive to ensure
 2 they were maximizing room revenue to try to replace the significant losses in gaming revenue.

3 246. The Great Recession also produced a clear and significant effect on visitor traffic
 4 to Las Vegas. In 2007, there were over 39 million total visitors to Las Vegas. This fell to a low
 5 of 36.3 million in 2009, and did not recover to its previous level until 2012.

6 247. Individual Hotel Operator Defendants also faced significant and long-lasting
 7 negative economic consequences as a result of the Great Recession.

8 248. The Cosmopolitan, still in construction at the onset of the Great Recession,
 9 experienced turmoil in finishing the project. Deutsche Bank, its financier, foreclosed on the
 10 project in 2008 and assumed control. The Cosmopolitan was opened in 2010 but experienced
 11 significant financial losses, including \$97 million in 2011, \$106.6 million in 2012 and \$94.8
 12 million in 2013.¹⁸⁸ Notably, The Cosmopolitan experienced its first profit in 2015, after the
 13 changes in Rainmaker's revenue management platform.

14 249. Caesars had gone private in 2008, in a deal that left the company with over \$20
 15 billion in debt. Following the Great Recession, Caesars repeatedly reported losses in the years
 16 following, including net losses of \$830 million in 2010, \$687 million in 2011, \$1.5 billion in
 17 2012 and \$2.95 billion in 2013.¹⁸⁹ Caesars Entertainment's operating subsidiary, moreover, filed
 18 for bankruptcy in 2015. According to a January 16, 2015 article in The Motley Fool, the Great
 19 Recession marked the start of the company's problems. While "Caesars did manage to survive
 20 the recession with the help of extensive financial maneuvering and in 2012 completed a public
 21

22 ¹⁸⁷ Indeed, gaming revenue did not reach its 2007 heights until the post-Covid period of
 23 economic exuberance in 2021, where it reached \$11.4 billion.

24 ¹⁸⁸ Nevada Property 1 LLC, Form 10-K (2013), available at
<https://www.sec.gov/Archives/edgar/data/1485589/000119312514110447/d647154d10k.htm>.

25 ¹⁸⁹ Press Release, *Caesars Entertainment Reports Fourth-Quarter and Full-Year 2013*
 26 *Results* (March 11, 2014), [https://investor.caesars.com/news-releases/news-release-](https://investor.caesars.com/news-releases/news-release-details/caesars-entertainment-reports-fourth-quarter-and-full-year-2013)
 27 [details/caesars-entertainment-reports-fourth-quarter-and-full-year-2013](https://investor.caesars.com/news-releases/news-release-details/caesars-entertainment-reports-fourth-quarter-and-full-year-2013); Press Release, *Caesars*
 28 *Entertainment Reports Fourth-Quarter and Full-Year 2011 Results* (Feb. 29, 2012),
[https://investor.caesars.com/news-releases/news-release-details/caesars-entertainment-reports-](https://investor.caesars.com/news-releases/news-release-details/caesars-entertainment-reports-fourth-quarter-and-full-year-2011)
[fourth-quarter-and-full-year-2011](https://investor.caesars.com/news-releases/news-release-details/caesars-entertainment-reports-fourth-quarter-and-full-year-2011).

1 offering of shares,” it could not avoid filing for bankruptcy because “over \$20 billion in debt still
2 hung over the company and losses grew year after year.”¹⁹⁰

3 250. Hard Rock experienced significant financial difficulties as a result of the Great
4 Recession. In November 2008, the casino reported a 14 percent drop in revenue and a net loss of
5 \$22 million. Hard Rock continued to experience significant financial difficulties. By November
6 2010, Hard Rock’s then owner, Morgan Hotels, stated that “Unless the market improves
7 markedly, or the joint venture generates additional liquidity, there is a risk to (our) equity
8 position and management agreement, which may be terminated by the lenders in the event of
9 foreclosure.”¹⁹¹ The deteriorating financial condition was attributed to the “the continued
10 difficulties in the Las Vegas market.”¹⁹² Hard Rock’s lender subsequently foreclosed on the
11 property and it was purchased by Brookfield. Indeed, in 2014, according to CW 4, Hard Rock,
12 emerging from this period of financial difficulty, made the decision to use Rainmaker’s revenue
13 management platform.

14 251. MGM, the prior owner of Treasure Island, sold Treasure Island in December 2008
15 to its current owner, with public reporting noting that the sale was motivated by MGM’s
16 financial difficulties and need to raise cash in order to complete its long in-development City
17 Center project. Wynn Vegas experienced similar financial problems in the immediate wake of
18 the crisis. After reporting net income of \$124 million in 2007, Wynn experienced losses of \$129
19 million in 2008, \$309 million in 2009, and \$348 million in 2010.¹⁹³

22 ¹⁹⁰ Travis Hoiu, *Caesars Bankruptcy Ignites Battle Over Company*, The Motley Fool (Jan.
23 16, 2015), <https://www.fool.com/investing/general/2015/01/16/caesars-bankruptcy-ignites-battle-over-company.aspx>.

24 ¹⁹¹ <https://www.reviewjournal.com/business/hard-rock-hotel-continues-to-face-financial-problems/?clearUserState=true> *Hard Rock Hotel continues to face financial problems*, Las
25 Vegas Review-Journal (Nov. 3, 2010), <https://www.reviewjournal.com/business/hard-rock-hotel-continues-to-face-financial-problems/?clearUserState=true>.

26 ¹⁹² *Id.*

27 ¹⁹³ Wynn Las Vegas, LLC, Form 10-K (2010), available at <https://wynnresortslimited.gcs-web.com/static-files/a3ee266a-24ee-4269-9030-3cbd9ac950be>.
28

1 252. Following this prolonged period of financial difficulty, Defendant Hotel
2 Operators had strong motives to inflate prices and boost their profitability. The introduction of
3 significant new elements by Rainmaker in the form of Revcaster and GuestRev in 2015 resulted
4 in the revenue management platform 1) seamlessly integrating competitor pricing into the
5 recommendations it generated and 2) generating pricing recommendations for group business.
6 This gave the Defendant Hotel Operators the opportunity to take full advantage of the inflated
7 prices that could be generated by their shared usage of Rainmaker's revenue management
8 platform.

9 **b. Market structure**

10 253. **Barriers to entry.** Hotel owners and operators face significant barriers to entry.
11 These include the high cost of acquiring property, establishing a property management
12 infrastructure, and ongoing costs of building maintenance and regulatory compliance. Even small
13 hotel properties cost millions of dollars to acquire. Large properties, such as those operated by
14 the Defendant Operators, run, at minimum, into the hundreds of millions of dollars to own and
15 manage and take several years and significant experience to build or acquire. Thus, new entrants
16 into the Las Vegas hotel market are unlikely to discipline cartel pricing. For example, Resorts
17 World is the most recent hotel to open on the Las Vegas Strip. Construction of this hotel started
18 in 2007, and it was not opened until 2021. It is estimated that the hotel cost more than \$4 billion
19 to complete. Resorts World is the first new hotel to open on the Las Vegas Strip since The
20 Cosmopolitan, which was opened in 2010. Similarly, in December 2022, Hard Rock
21 International paid over \$1 billion to acquire the operations of The Mirage from MGM.

22 254. **Market concentration.** The Las Vegas Strip Hotel Market is highly concentrated.
23 Rainmaker's client list includes some of the most recognizable names in Las Vegas, and just
24 three Hotel Operators (Caesars Palace, Wynn, MGM Grand) dominate the Las Vegas Strip
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1 market. One study found that as of 2012, MGM and Caesars alone owned 19 resorts, about 59%
2 of the total market by property count.¹⁹⁴

3 255. **Inelastic demand.** The demand for hotel guest rooms in Las Vegas is relatively
4 inelastic. Except for an anomalous period during the height of the Covid pandemic, guests who
5 visit Las Vegas have limited realistic and low-cost alternatives to renting from a Hotel Operator.
6 No reasonable substitutes exist to discipline cartel pricing.

7 256. **Relative fungibility of hotel rooms.** Casino hotel guest rooms are relatively
8 fungible, particularly within classes of properties, and (as discussed above) constitute a distinct
9 market. That is, when controlling for certain high-level characteristics of properties—such as the
10 size, amenities, location, or the age of the building—properties within those classes are relatively
11 fungible. Guests choose hotels within certain overall categories. For example, a guest may
12 choose between the Bellagio and the Wynn. It is true that it is likely that a hotel room at Treasure
13 Island appeals to a different kind of customer than a hotel room at the Wynn, but both rooms
14 remain in the same relevant antitrust market. This is because a normal antitrust market is
15 comprised of products sold at a variety of price points. For example, the market for cell phones
16 will consist of both iPhones sold for \$1,500 and pre-paid cell phones sold for \$20. Here, the fact
17 that Operator Defendants operate in the same market is seen, among other things, by how closely
18 their prices track each other over time (as noted in the graph above).

19 **c. Exchange of competitively sensitive information**

20 257. As described in detail above, the Rainmaker pricing algorithm platform is
21 designed to “optimize” the room rates its casino-hotel clients charge guests and “maximize” their
22 corresponding hotel revenue. At a basic level, each casino-hotel client provides its current, non-
23 public room pricing and occupancy data to the platform on a continuous basis. In turn, the
24 algorithm continuously processes and analyzes this information, along with the same type of data
25 the client’s participating competitors also submit to the platform, and other relevant supply and
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27 ¹⁹⁴ Schwartz, David G. *Concentration on the Las Vegas Strip: An exploration of the impacts*,
28 GAMING LAW REVIEW AND ECONOMICS 17.9 (2013): 619-634.

1 demand-related data. The algorithm ultimately uses this information to generate “optimal” room
 2 rates, updated multiple times per day, for each client to charge guests.

3 258. CW 1 stated that “we used data across all our customers for research.” Most
 4 notably, publicly available documents and descriptions of Rainmaker’s products, as well as of
 5 machine learning generally, indicate that Rainmaker’s revenue management system utilizes
 6 machine learning that continually trains itself on the data collectively provided by the hotel
 7 operators. Rainmaker’s revenue management system then offers optimized pricing
 8 recommendations to each hotel operator that are derived from this process of machine learning
 9 on the overall set of data provided by Rainmaker users.

10 259. Rainmaker has stressed the importance of machine learning as a part of a revenue
 11 management system. A publication underwritten by Rainmaker states that “[m]achine learning
 12 makes it possible to perform complex computations that automatically evaluate market change as
 13 well as to incorporate predictive modeling mistakes. The algorithms become progressively
 14 smarter while avoiding the possibility of making the same mistakes in the future. Dynamic
 15 pricing is the antithesis of rigid, slow-to-implement pricing adjustments. Latency in making
 16 pricing decisions and rate updates can be costly for hotels.”¹⁹⁵ The same publication states, in a
 17 discussion of “data integration” for a “modern-day revenue management” system, that “[m]arket
 18 level data, including competitor rate information, is also a must-have.”¹⁹⁶ It explains:

19 Automation has become the driving force in the evolution of
 20 revenue management. Leveraging advances in artificial intelligence
 21 and machine learning, the best of today’s solutions make pricing
 22 decisions and rate updates automatically. This allows revenue
 23 managers to focus their time on tactics and strategy rather than
 24 spending it crunching data and punching numbers into spreadsheets.
 25 The speed and complexity of the pricing decisions, and financial
 outcomes they generally produce, are unmatched by the most
 seasoned revenue manager using the most advanced solutions on the
 market only a few years ago. Such has been the blindingly rapid
 pace of technology innovation.

26 ¹⁹⁵ *The 2019 Smart Decision Guide to Hospitality Revenue Management*, Starfleet Research
 27 (2019) at 9, available at [www.cendyn.com/wp-content/uploads/2019/12/The-2019-Smart-](http://www.cendyn.com/wp-content/uploads/2019/12/The-2019-Smart-Decison-Guide-to-Hospitality-Revenue-Management-Rainmaker-.pdf)
[Decison-Guide-to-Hospitality-Revenue-Management-Rainmaker-.pdf](http://www.cendyn.com/wp-content/uploads/2019/12/The-2019-Smart-Decison-Guide-to-Hospitality-Revenue-Management-Rainmaker-.pdf).

28 ¹⁹⁶ *Id.* at 9.

1 The ability to integrate new sources of data has also played a key
2 role in driving smarter pricing decisions. **Advanced revenue**
3 **management solutions leverage not only the repository of**
4 **historic data that resides in a hotel’s property management**
5 **system, but also, in many cases, a vast array of market**
6 **intelligence and other data, from competitor rates data to**
7 **booking trends data. This makes it possible to more accurately**
8 **forecast demand, and, as a result, increase hotel revenue and**
9 **profitability in unprecedented ways.**

10 That being the case, it’s no surprise that next-generation, AI-
11 powered revenue management has taken the industry by storm.
12 **Some of the leading AI-powered solutions, often replacing**
13 **legacy solutions that use a hands-on, rules-based approach for**
14 **generating pricing decisions, now automatically generate in**
15 **excess of a 100 million decisions across tens of thousands of**
16 **properties each day. The results are impressive, with major**
17 **hotel brands seeing their revenue numbers increase by millions**
18 **of dollars a year.** Smaller properties, too, are seeing substantial
19 gains, in some cases driving incremental sales lift by more than 15
20 percent.

21 Interestingly, **AI-powered solutions sometimes produce pricing**
22 **decisions that revenue managers may view as overly aggressive,**
23 **irrational, or just plain wrong. Therein lies the power of big data**
24 **and machine learning compared to the data processing and**
25 **analytical capabilities of mere mortals. Even the most**
26 **experienced revenue managers report that they have sold rates**
27 **recommended by AI-enabled solutions that they would not have**
28 **published in the past.**¹⁹⁷

260. The same publication goes on to contrast revenue management systems (1) that
“rel[y] on adjusting changes retroactively” and depend on revenue managers to “input business
rules” with (2) those that “center[] on robust analytics and AI-powered decision-making, which
relies on dynamic decision models and machine learning” and “are entrusted to make pricing and
revenue management decisions,” emphasizing that “[i]t’s easy to see why so many hotels are
migrating to the AI-powered decision-making approach”—which the guide describes as “agile,

¹⁹⁷ *Id.* at 6 (emphasis added).

dynamic and response” in contrast to the “rigid,” “fixed,” and “not . . . in sync” nature of a rules-based approach¹⁹⁸.

Chapter 3: Must-Ask Questions

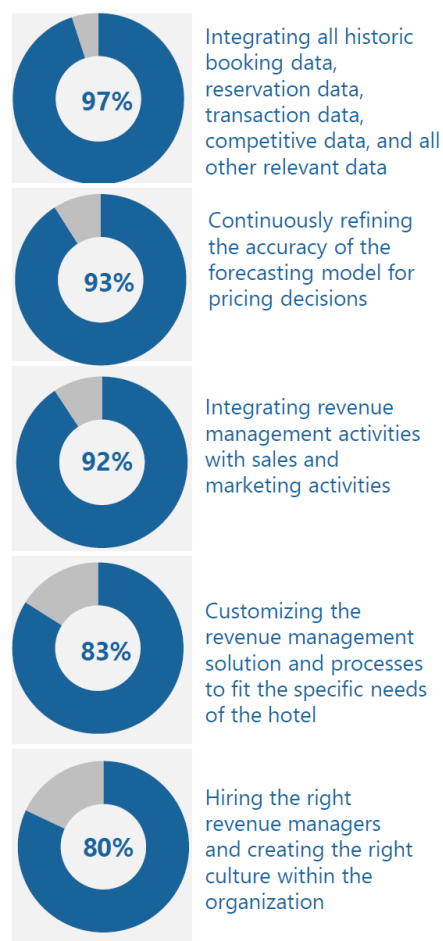
The world of hospitality revenue management is comprised of technology solutions predicated on two different approaches to pricing decisions, where some solutions address pricing and others address overall automated revenue management. The first relies on adjusting changes retroactively. This approach requires that revenue managers input business rules. For example: “When occupancy for Room Type B reaches X percent, then lower the rate by Y percent.” Those who champion these rules-based decision-making solutions are generally those who are confident in their own expertise and prefer to take a hands-on approach to pricing.

The second approach centers on robust analytics and AI-powered decision-making, which relies on dynamic decision models and machine learning. With this approach, statistical algorithms are entrusted to make pricing and revenue management decisions. Revenue teams partner with the technology to “manage by exception.” Advanced statistical models have been proven to provide statistically more benefit to a hotel’s bottom-line. They can detect subtle signals in supply and demand better more effectively and allow revenue managers more time for strategic activities.

It’s easy to see why so many hotels are migrating to the AI-powered decision-making approach. It’s agile, dynamic and responsive. Rules, by contrast, rule are rigid and fixed and may not be in sync with the ever-changing realities of our world. It’s also easy to see why, according to the research, more than one-quarter (29%) of hoteliers who have not upgraded their revenue management capabilities within the past 3 years plan to do so in the next 12 months.

Research Data Point

Percentages of hoteliers who view each of the following success factors as “important” or “very important.”



Research findings are derived from the Q2 2019 survey on Hospitality Revenue Management.

¹⁹⁸ *Id.* at 19.

261. Similarly, Rainmaker/Cendyn’s Dan Skodol has also written at length about the importance of demand forecasting, machine learning, and artificial intelligence. In an August 2019 article, written when Skodol was (according to his LinkedIn profile) “Vice President” of “Data Science and Analytics” at Cendyn, Skodol emphasized the importance of forecasting “daily demand” as a means to “optimize revenue,” as well as the central role “relationships in pricing actions among a subject hotel and its competitors” play in the machine learning underlying a revenue management system:

A hotel that is constantly jam-packed with guests is not automatically a profitable one. The goal of a successful hotel is not necessarily to achieve 100 percent occupancy, but rather to optimize revenue. And developing a way to more accurately forecast daily demand is a key operational challenge for hoteliers.

....

Better Accuracy

A major pillar supporting a demand forecast is accurate data. **A good science-based forecast not only captures valuable historical data, but continuously updates real-time data as well, examining broad factors such as seasonality, market conditions, competitive landscape, length of stay patterns, pricing elasticity, geographical data, booking pace, and lead time.** And it should automatically detect outliers and anomalies as well. By incorporating the right data – and avoiding “noisy data” that dilutes the reliability of a demand forecast - revenue managers can refine their approach and adjust pricing with greater precision, transforming data into accurate and actionable revenue-enhancing strategies.

Machine Learning & Artificial Intelligence

Machine learning (ML) is fueling next-generation solutions, allowing revenue managers to improve forecast performance by adapting quickly to changes in the business or marketplace. Scientific models enhanced with ML have the ability to automatically learn and improve from experience without being explicitly programmed, and are especially valuable in forecasting applications. Examples of ML used in forecasting include:

- Anomaly detection mechanisms that identify and remove booking or rate observations that could skew historical statistics and degrade the accuracy of the forecast

- Advanced competitor configuration algorithms that automatically choose a best-fit competitive set based on relationships in pricing actions among a subject hotel and its competitors
- Customer segmentation analysis used to predict customer value.¹⁹⁹

262. Further, the HSMAI Revenue Advisory Board, whose members include Tammy Farley of Rainmaker, specifically states that machine learning—in the context of revenue management for the hospitality industry—involves a continual process in which an algorithm improves over time by training itself using available data. According to HSMAI’s website: “At its core, machine learning is when an algorithm learns over time. The advantage is that a machine can comb through a lot of data in a reasonable amount of time (much more efficiently than a human can). The limitations are that the machine learns by making mistakes and gets better over time, so you must have a tolerance for, and take a calculated risk of, failure.”²⁰⁰

263. Rainmaker’s incorporation of machine learning into its revenue management system is demonstrated by the fact that Rainmaker employed numerous data scientists who specialized in machine learning to work on its revenue management system. These include the following:

- **Jian Wang** served as chief data scientist at Rainmaker. Wang has a Ph.D. in Statistics. Wang described his responsibilities at Rainmaker as follows: “[c]reated, coached and led a team of data scientists researching and designing pricing and revenue management solutions for hospitality, casino resort and multi-family housing industries. Built

¹⁹⁹ *The Key to Profitability: Understand Your Demand Forecast*, Cendyn, <https://www.cendyn.com/blog/the-key-to-profitability-understand-your-demand-forecast/> (last visited Nov. 21, 2023). A version of the same article posted to the website “Hospitality Net” indicates that it was written by Skodol. See Dan Skodol, *The Key to Profitability: Understand Your Demand Forecast*, Hospitality Net (Aug. 7, 2019), <https://www.hospitalitynet.org/opinion/4094524.html>.

²⁰⁰ *Prescriptive Analytics and Machine Learning for Revenue Management Leaders*, HSMAI, <https://global.hsmai.org/insight/prescriptive-analytics-and-machine-learning-for-revenue-management-leaders/>.

forecasting and optimization models using statistical, machine learning, and deep learning techniques.”²⁰¹

- **Renaud Menard** worked as a senior data scientist at Rainmaker and Cendyn from 2009 to 2023. Menard described his skills in that role as including “AI” and “machine learning.”²⁰² In a published article, Menard described how revenue management systems for the hospitality industry improve over time by training themselves on available data. Menard wrote: “The most effective and reliable revenue management system is one that constantly and relentlessly crunches numbers to ensure that the segmentation is always optimal. As time goes by and more historical data are available, the segmentation becomes even more precise as the revenue management system finds new patterns and refines existing ones. And all this is done based on data, flawlessly and dynamically, without human intervention or guesswork.”²⁰³ Menard concludes his article:

To conclude this post, I would like to quote an article from The Economist on the 150th anniversary of the publication of Maxwell’s equations of electromagnetism:

“He showed that nature ought not to be taken at face value, and that she can be cajoled into revealing her hidden charms so long as the entreaties are whispered in mathematical verses.”

We believe the same lessons apply to revenue management and more generally to our pursuit of better understanding how pricing drives demand and profit.

- **Han Wu** is a data scientist who works at Cendyn, and formerly worked at Rainmaker. Wu has a Ph.D. in Industrial Engineering. Wu described his experience as including “7+ years’ experience on Statistical Analysis and Data Mining: logistics regression analysis, multivariate ANOVA, bootstrap data prediction, time series analysis, multilevel

²⁰¹ See <https://www.linkedin.com/in/jian-wang-ph-d-586a515/> (last visited Nov. 25, 2023).

²⁰² See <https://www.linkedin.com/in/renaud-menard-460082b/> (last visited Nov. 25, 2023).

²⁰³ Renaud Menard, *Good Enough is Not Good Enough When it Comes to Segmentation*, Hospitality Upgrade (July 18, 2014), <https://www.hospitalityupgrade.com/techTalk/July-2014/Good-Enough-is-Not-Good-Enough-When-It-Comes-to-Se/>.

1 classification, cluster analysis, artificial neural network, support vector machines and
 2 decision tree.”²⁰⁴

3 264. In sum, as discussed in detail above, hotel operators provide Rainmaker with
 4 granular details on their business operations. Indeed, a central functionality of GuestRev is that it
 5 is directly integrated with hotel operators’ property management systems (“PMS”). GuestRev
 6 both receives data from the PMS and sends recommendations for upload to the PMS.

7 265. Defendant hotel operators have not directly exchanged information with each
 8 other. But they have pooled their data in a central hub: Rainmaker’s revenue management
 9 system. That central hub then utilizes machine learning that continually trains itself on the data
 10 collectively provided by hotel operators. And Rainmaker’s revenue management system then
 11 offers optimized pricing recommendations to each Operator Defendant that are derived from this
 12 process of machine learning, which is powered by Operator Defendants’ collective data. In other
 13 words, Rainmaker’s pricing algorithm, trained on the data provided by each hotel operator, then
 14 calculates demand and generates “optimal” room rates, on a daily basis, for each hotel operator
 15 to charge customers.

16 **d. Action against self interest**

17 266. Defendant Hotel Operators, each using Rainmaker’s revenue management
 18 platform, raised prices in lockstep from 2015 onwards. These actions were against each Operator
 19 Defendant’s individual economic self-interest in the absence of coordination. Coached by
 20 Rainmaker, Operator Defendants were willing to sacrifice the maximization of occupancy and
 21 focus on maximizing room prices. In other words, each Operator Defendant acted against its
 22 individual self-interest by not maximizing its own occupancy and revenues, but instead choosing
 23 a coordinated higher pricing strategy that led to higher prices and lower occupancy.

24 267. The fact that Defendant Hotel Operators were acting against their independent
 25 self-interest is clear from the fact that, before the introduction of Rainmaker’s revenue
 26 management system, hotel operators on the Las Vegas Strip Market *did* act in their self-
 27

28 ²⁰⁴ See <https://www.linkedin.com/in/hanwulinkedin/> (last visited Nov. 25, 2023).

1 interest—competing against each other on the rates they offered to maximize occupancy. Indeed,
 2 this dynamic is particularly important due to the unique business model of casino-hotels, which
 3 (as explained above) receive a significant proportion of their revenues from gaming sources and
 4 thus have traditionally had an incentive to maximize the number of guests staying at the
 5 property, each of whom may provide significant additional revenue.

6 268. Further, that Operator Defendants were acting against their independent self-
 7 interest is evidenced by the fact that Rainmaker expended considerable time and energy
 8 persuading each Operator Defendant to *not* pursue maximizing occupancy. Cendyn explained in
 9 marketing materials that “[a] hotel that is constantly jam-packed with guests is not automatically
 10 a profitable one. The goal of a successful hotel is not necessarily to achieve 100 percent
 11 occupancy, but rather to optimize revenue.”²⁰⁵ Rainmaker advocated that clients “avoid the
 12 infamous ‘race to the bottom’ when competition inevitably becomes fierce within a market.”²⁰⁶
 13 And it taught Operator Defendants to act against their independent economic self-interest and
 14 instead price in a coordinated fashion through use of Rainmaker’s revenue management
 15 platform.

16 269. Significantly, there are no market factors, like increased demand, that can
 17 sufficiently explain the increase in room rates that Operator Defendants obtained from 2015
 18 onwards. Indeed, as discussed above, the number of visitors to the Las Vegas market was flat
 19 from 2015-2019, and then significantly lower, due to Covid, from 2020 to 2023. Yet Operator
 20 Defendants were able to consistently raise rates despite the lack of rising demand. This is
 21 contrary to what economics would predict in a competitive market. The coordination provided by
 22 Operator Defendants’ shared usage of Rainmaker’s revenue management platform gave them the
 23 ability to act against basic economic principles and their own independent self-interest.

25 ²⁰⁵ *The Key to Profitability: Understand Your Demand Forecast*, Cendyn,
 26 <https://www.cendyn.com/blog/the-key-to-profitability-understand-your-demand-forecast/> (last
 27 visited Nov. 21, 2023).

28 ²⁰⁶ Dan Skodol, *Managing Capacity Constraints in a COVID-19 World*, HOSPITALITY NET
 (May 20, 2020), <https://www.hospitalitynet.org/opinion/4098784.html>.

e. **Specific opportunities to collude**

270. Rainmaker Group and participating Hotel Operators have ample opportunities to collude, and have done so extensively since at least 2004. Key employees from both Rainmaker/Cendyn and Operator Defendants attended industry conferences at which the use of Rainmaker’s pricing algorithms was discussed—many of which were either (1) hosted or sponsored by Rainmaker itself and/or (2) hosted at Operator Defendants’ properties in Las Vegas. In addition, Rainmaker provided Operator Defendants with “tactical and strategic consultation” as part of implementing its products at their properties.

(1) **Annual Rainmaker-sponsored conferences and “annual casino hotel steering committee meetings”**

271. Since at 2004, Rainmaker Group has hosted in-person “annual user conferences, where feedback is really solicited.”²⁰⁷ The conference, which Rainmaker calls its “hospitality client summit,” gathers Hotel Operators with Rainmaker Group executives to network, exchange insights and ideas, and discuss revenue management tools and new products coming. CW 3, who attended Rainmaker user conferences, stated “We kind of all know each other because you all show up to this little conference together.” Hotel operators would typically send employees from their revenue management teams, although CEOs and CFOs might also attend.

272. According to a 2015 interview with Tammy Farley, Rainmaker’s co-founder, these conferences are a place for customers to “get many ‘value adds’ from their association with us,” and include “panels, educational talks, and breakout sessions, and have become a great place to share best practices.”²⁰⁸

²⁰⁷ *Cosmopolitan of Las Vegas success story*, CENDYN.COM (June 11, 2019), <https://www.cendyn.com/customer-stories/cosmopolitan-las-vegas-success-story-rainmaker/> (last visited Jan. 23, 2023). Notably, between the filing of their original complaint and the date of this amended filing, Cendyn removed this video from its website.

²⁰⁸ *Spotlight on Tammy Farley, Co-founder and President, The Rainmaker Group*, *Luxury Hoteliers* (Q3 2015) at 16-17, available at https://issuu.com/luxuryhotelassociation/docs/ilha_magazine_july2015_v1.3.



Customers are a true extension of the Rainmaker family. We host an annual user conference at a luxury retreat, so we can make sure they get many "value adds" from their association with us. The conferences include panels, educational talks, and breakout sessions, and have become a great place to share best practices.

273. In 2015, Rainmaker hosted its eleventh annual summit in Fort Lauderdale, Florida. According to a 2015 press release, the event was attended by “[a] record number of . . . casino-hotel customers” who “attended to participate in education sessions covering common unsolved problems to improve their business results, and to network with industry peers.” It was also

highlighted by The Rainmaker Group’s latest innovative advancements to solve the key business challenges that help hotels optimize profitability through its unique total revenue management methodology. The company unveiled its GuestREV® Mobile app version, the first of its kind in revenue management as a complete solution version for mobile devices.²⁰⁹

274. The press release also specifically highlighted quotes from employees of two Operator Defendants:

Pavan Kapur, Vice President of Revenue Optimization, Caesars Entertainment, Inc., called GuestREV Mobile a “true game changer.” Now available for Android and iOS from Google Play and the Apple App Store, the revenue management native app enables anywhere-anytime access to the complete GuestREV pricing functions and reports in real-time via smartphone or tablet. Colleen Birch, Vice President of Revenue Optimization, The Cosmopolitan of Las Vegas, stated, “The Rainmaker product solution is what it is today because they continue to ask what they can do better and how they can improve their products to make them work smarter for us. Rainmaker listens and then shapes their solutions by making the

²⁰⁹ *GuestREV® Mobile, New GroupREV® Functionality, and Market/Business Intelligence ‘Steal Show’ at Rainmaker Client Summit*, PRWeb (Mar. 27, 2015), https://www.prweb.com/releases/guestrev_mobile_new_grouprev_functionality_and_market_business_intelligence_steal_show_at_rainmaker_client_summit/prweb12611855.htm.

necessary investments that lead to innovation and help drive higher revenue and profitability for their customers. The new GuestREV Mobile app, expanded business intelligence and analytics solution, and other product enhancements are evidence of Rainmaker's commitment to investment and innovation."

...

Mr. Kapur described this year's summit in this way: **"Being in the room with colleagues and like-minded individuals with varying degrees of revenue management experience and who have similar goals and challenges was a great experience. The Rainmaker team is a great partner who supports and helps us achieve our goals through the kind of investment and innovation we saw this week.** A big goal of our organization is to align revenue management with sales. I am particularly impressed with GroupREV as a tool to accomplish that."

275. Rainmaker's debut of GuestRev mobile and new GroupRev functionality were described as "stealing the show" at the 2015 Rainmaker Client Summit²¹⁰:



276. As discussed above, Rainmaker's 2016 Summit, titled "OPTIMIZE2016" and themed "Make Revenue Optimization Great Again," was held at Miami's Trump Doral Resort in February 2016. It "convened more than 300 people for three days of substantive sessions addressing the state of the industry and solutions that move beyond revenue management to profit optimization." Dom Beveridge was brought on from the Multifamily Data Exchange to "spearhead[] Rainmaker's annual user conference, OPTIMIZE, which draws top hotel and

²¹⁰ See <https://twitter.com/HotelLoyaltyorg/status/582441887077822465?s=20>.

1 gaming executives for three days of in-depth education and insights by leading experts in
2 revenue optimization.”²¹¹

3 277. According to an article describing the event

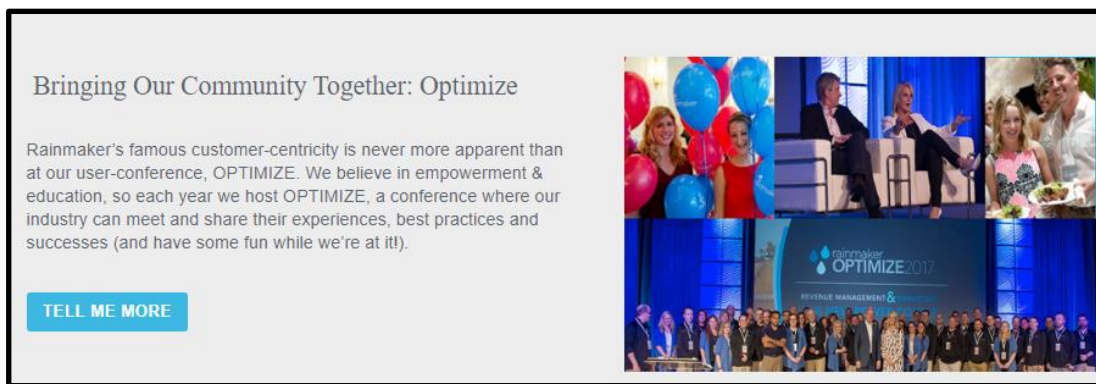
4 OPTIMIZE2016 delivered a lively debate between Rainmaker co-
5 founders Bruce Barfield and Tammy Farley on macro-economic
6 trends; town hall-style meetings that offered visitors a walk-through
7 of Rainmaker products; a final keynote with political and policy
8 legends Sigmund “Sig” Rogich and Mitchell Berger; and political
9 props — from donkeys and elephants to Donald Trump wigs — for
10 selfies.

11 “OPTIMIZE2016 was our most ambitious and well-attended
12 conference yet,” said Rainmaker President Tammy Farley. “We did
13 our utmost to share insights and changes to our technology, but we
14 also wanted to give our attendees broader context for the work they
15 do day-to-day, namely trends, the economy at large, and the political
16 landscape. The feedback was so positive.”²¹²

24 ²¹¹ *The Rainmaker Group Taps Dom Beveridge as Executive Vice President of Demand*
25 *Generation* <https://www.hotelexecutive.com/newswire/56032/the-rainmaker-group-taps-dom-beveridge-as-executive-vice-president-of-demand-generation>.

26 ²¹² *Rainmaker’s OPIMIZE2016 User Conference Delivers Insight, Instruction and Impetus to*
27 *‘Make Revenue Optimization Great Again,’* Hotel Online (March 2, 2016), https://www.hotel-online.com/press_releases/release/rainmakers-optimize2016-user-conference-delivers-insight-instruction/.
28

278. Similarly, an archived version of Rainmaker’s website from September 2018²¹³ emphasizes that its annual user conference was devoted to “bringing our community together,” “network[ing] with peers,” “hear[ing] industry leaders,” “gain[ing] valuable insights,” and “learn[ing] best practices,” including “industry revenue optimization and marketing trends”:



Why come to our conference?

Network With Peers

Network with revenue management and marketing peers from the hospitality and multifamily industries.

Hear Industry Leaders

Hear industry leaders' thoughts on current trends that impact on marketing and revenue optimization.

Gain Valuable Insights

Learn how Rainmaker product features can improve revenue optimization and marketing performance.

Learn Best Practices

Learn and share best practices as well as industry revenue optimization and marketing trends.

279. Other materials online indicate that Rainmaker has hosted “annual casino hotel steering committee meetings.” According to a now-deleted 2009 press release, these meetings are, according to Chris Bishop—then senior director of corporate revenue management for Harrah’s—“a valuable peer forum to brainstorm ideas that inform system development.”

²¹³ See <https://web.archive.org/web/20180921022029/https://www.letitrain.com/about-us> (last visited Nov. 18, 2023).

1 Rainmaker's Barfield meanwhile described them as an "operator think tank" to learn how the
 2 industry is changing and listen to what we can do to make our products more effective for users":

3 **Maximize group business**

4 With group sales comprising as much as 40 percent of many casino
 5 hotels' business, Rainmaker software also provides large-group RM
 6 for the gaming industry — unlike any other revenue management
 7 solution. Rainmaker works consistently to extend the value of its
 8 revolution Product Suite to optimize rates and profitability for the
 9 unique operations and marketing strategies of gaming properties.

10 "The Rainmaker team works with many of the largest casino hotel
 11 companies to adapt the revolution Product Suite system to each
 12 firm's operation and policies while finding the best ways for us to
 13 optimize the profitability for the large group business segment," said
 14 Bruce Barfield, president of The Rainmaker Group.

15 The Rainmaker support team works closely with companies that
 16 include Foxwoods Entertainment, Trump Entertainment Resorts,
 17 MGM Mirage, Harrah's Entertainment, Boyd Gaming and others to
 18 enable its clients to:

- 19 • Optimize profitability while protecting negotiated group rates
- 20 • Adapt the system to forecast group pickup and base rates on real
 21 group activity
- 22 • Provide "revenue by building" and other custom reporting.

23 Harrah's Chris Bishop said, "The Rainmaker team understands our
 24 industry and is always ready to help with business focused counsel
 25 when we have questions."

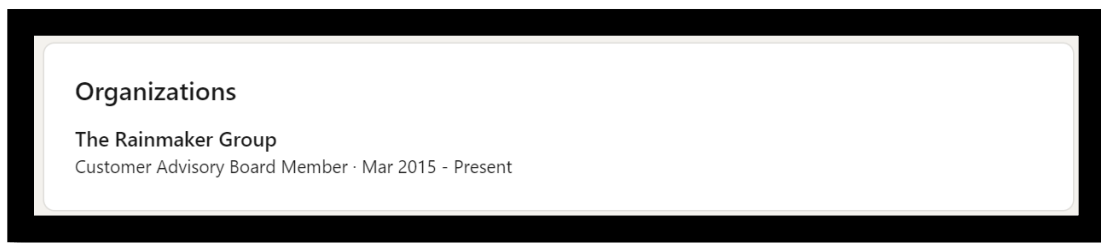
26 **Valuable give and take**

27 For Bishop, the partnership with Rainmaker provides a valuable
 28 give and take. "Along with our bi-weekly meetings, we also provide
 input to Rainmaker's development team that we think will enhance
 the system," he said. "Rainmaker's support team frequently
 implements our ideas in version upgrades. Additionally,
 Rainmaker's annual casino hotel steering committee meetings are a
 valuable peer forum to brainstorm ideas that inform system
 development, most recently the Version 1.6 upgrade."

Operators view those meetings as an important part of Rainmaker's
 service and ongoing education that focuses on the latest revenue

management strategies. Barfield said, “Rainmaker relies on the meetings as an ‘operator think tank’ to learn how the industry is changing and listen to what we can do to make our products more effective for users. When a system provider is knowledgeable about its clients’ business and willing to provide personalized service, a true partnership develops that adds value to the companies and the entire industry.”²¹⁴

280. Consistent with this, it appears that employees of Operator Defendants served on Rainmaker’s “Customer Advisory Board.” The LinkedIn profile of Pavan Kapur, Caesars’ Chief Commercial Officer, notes his membership on this board beginning in 2015²¹⁵:



²¹⁴ *Casino Hotels Rely on Service and Experience from Revenue Management Providers*, PR Web (Jan. 7, 2009), available at <https://web.archive.org/web/20090213193110/https://www.prweb.com/releases/therainmakergroup/letitrain/prweb1826614.htm>.

²¹⁵ See <https://www.linkedin.com/in/pavan-kapur-7751a025/> (last visited Nov. 17, 2023).

(2) **Gaming & Leisure conferences and events**

281. Gaming & Leisure (“G&L”) Roundtable is a private, invitation-only organization comprised of high-level decisionmakers in the casino-hotel industry and certain vendors. According to its Facebook page:



282. Further, according to G&L’s website, the G&L Roundtable “is simply a uniqueness and thus, one of the most sought after offerings in our industry!” and “shapes the gaming and hospitality industry each year by bringing together in one forum the very people who can foster change and innovation as comprised on the G&L Board and their invited Colleagues.” It emphasizes in particular the organization “is honored to have hosted **the most gaming CIOs in one private forum in North America, representing a vast majority of gaming and hospitality spend domestically and beyond.** The most important G&L Roundtable asset is the amazing leaders who attend, the time they dedicate, and the new terrain they care for all of us in the industry”:

The G&L Roundtable is simply a uniqueness and thus, one of the most sought after offerings in our industry! This is why for over two decades we continue to honor our commitment that it remain a

private invitation-only G&L Community forum, making it an enjoyable, unique and rich experience for all.





The G&L Roundtable shapes the gaming and hospitality industry landscape each year by bringing together in one forum the very people who can foster change and innovation as comprised on the G&L Board and their invited Colleagues. We provide a collaborative, open and enjoyable two-day forum for our industry thought leaders to collaborate, learn, and share best practices while meeting new peers and solidifying old friendships that last a lifetime. **In addition to the many CXOs in attendance, the G&L Roundtable is honored to have hosted the most gaming CIOs in one private forum in North America, representing a vast majority of gaming and hospitality spend domestically and beyond. The most important G&L Roundtable asset is the amazing leaders who attend, the time they dedicate, and the new terrain they carve for all of us in the industry.**²¹⁶

283. Consistent with this, an advertisement in an industry publication emphasizes that the G&L Roundtable is the “top private industry forum in North America” thanks to the benefits it offers, including “sharing best practices,” “leverage[ing] knowledge,” and “maintain[ing] connections throughout the year,” and again touts the fact that “[a] vast majority of gaming & hospitality technology spend in North America [is] in attendance” and that the Roundtable “[h]osts the most gaming CIOs in one private forum in North America”:

²¹⁶ *G&L Roundtable: Overview and Insights*, <https://mygamingandleisure.com/gl-roundtable/> (last visited Nov. 6, 2023).

GAMING & LEISURE®
ROUNDTABLE

Top Private Industry Forum in North America

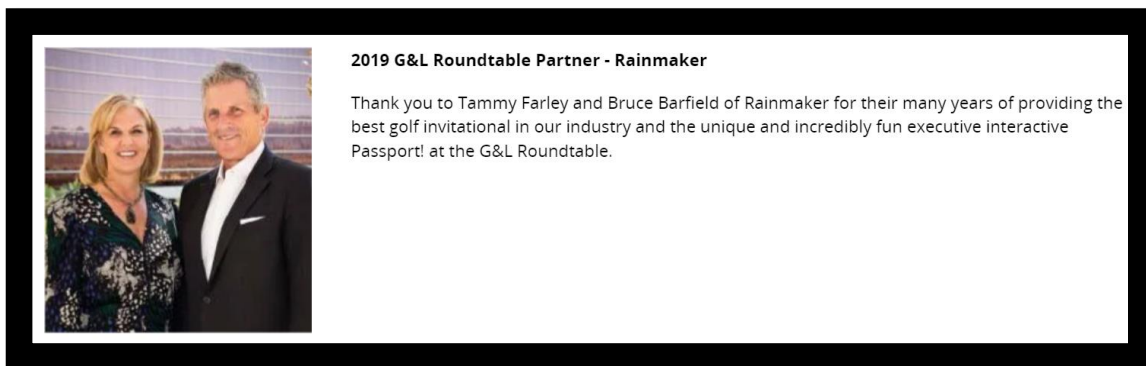
Sponsorships

- Sponsorships capped to ensure unique value
- Top industry private forum in North America
- G&L Golf Invitational
- G&L One to One Forum
- G&L Community Roundtable
- G&L Passport Exclusive
- G&L Reception

Property Executives

- A vast majority of gaming & hospitality technology spend in North America in attendance
- Hosts the most gaming CIOs in one private forum in North America
- Unique peer forum
- Share best practices
- Leverage knowledge
- Solidify relationships
- Maintain connections throughout the year

284. Defendants employees regularly attend G&L's Roundtable. Indeed, until Cendyn acquired Rainmaker in 2019, Rainmaker's Tammy Farley and Bruce Barfield were "Partner Co-Hosts" of the Roundtable, and for "many years" "provid[ed] the best golf invitational in our industry and the unique and incredibly fun executive interactive Passport! at the G&L Roundtable." The G&L website and Facebook pages are replete with pictures of the two at various Roundtable-related events between 2015 and 2019:





GOLF



Luck (Grand Sierra) & Burch (Pearl River) reunite



Double--trouble, Mark Hubbard



Bill and John Smiling (Pearl River, PCI)



Catching up (Pearl River, PCI, Baha Mar)



David finally golfs - only took 14 years of JC begging! (Boyd)



Rob Jacks (Agilysys) & Rod Luck (Grand Sierra)



Ron & Cherri (RedRock Software) w/Rod Luck (Grand Sierra)



Mike (Choctaw), Shannon (Golden Nugget) & Kenny getting ready to golf



Tammy (Rainmaker), Cherri & Ron (RedRock Software)



The illustrious Mike Day (Cannery)!



Let It Rain w/ Golf Invitational Sponsor, Rainmaker!



Rod (Grand Sierra) and Damien (Jackson Rancheria) set for the course!

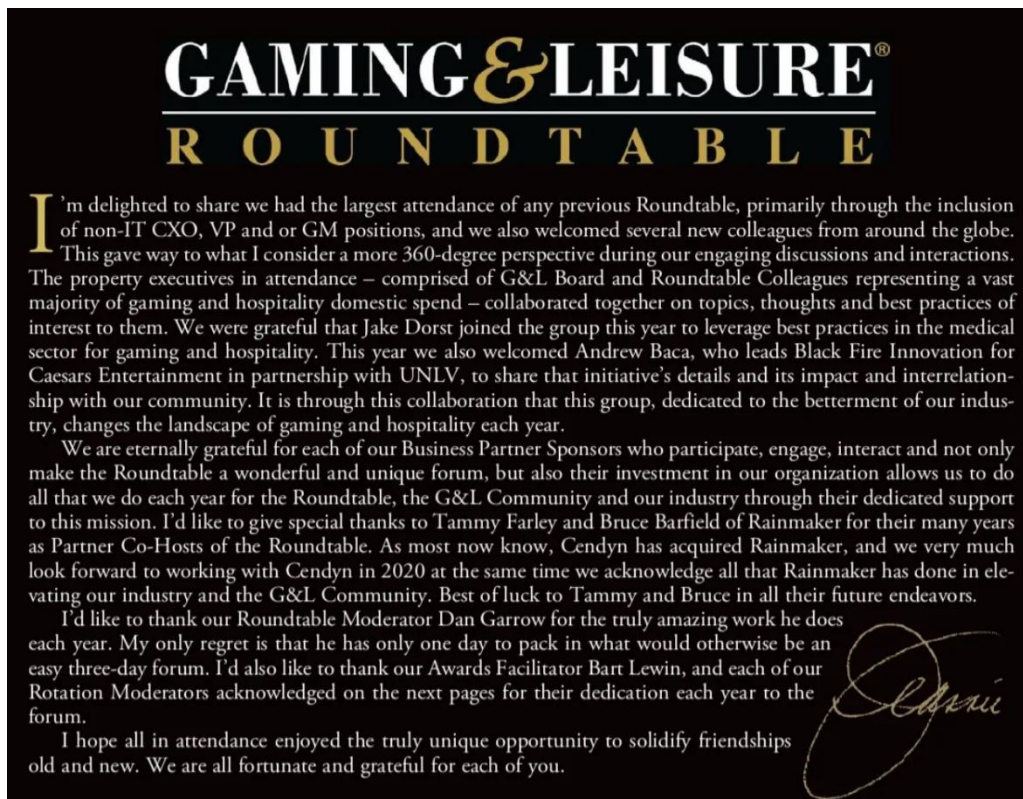
42







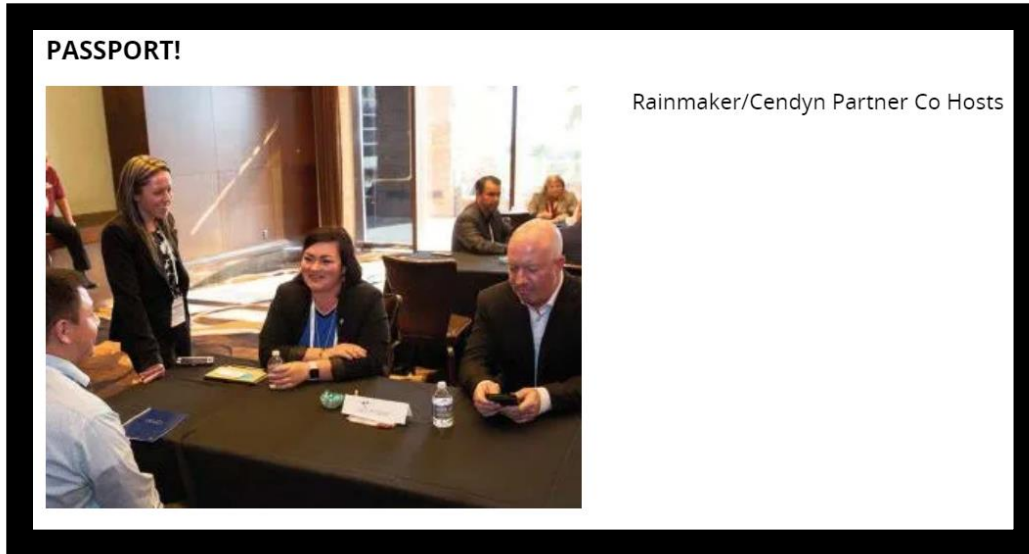
285. Following Cendyn's acquisition of Rainmaker, Rainmaker's active involvement in the G&L Roundtable continued. An article in the Winter 2019 issue of Gaming & Leisure emphasized the group's "special thanks to Tammy Farley and Bruce Barfield of Rainmaker for their many years as Partner Co-Hosts of the Roundtable" and noted of Cendyn's then-recent acquisition: "we very much look forward to working with Cendyn in 2020 at the same time we acknowledge all that Rainmaker has done in elevating our industry and the G&L Community. Best of luck to Tammy and Bruce in all their future endeavors."²¹⁷



²¹⁷ *Gaming & Leisure* at 48 (Winter 2019), available at <https://www.bluetoad.com/publication/?m=38164&i=638719&p=50&pp=1&ver=html5>.

1 286. Key Cendyn personnel have continued to attend G&L Roundtables. For example,
2 G&L's website is once again replete with event photographs featuring Senior Vice President for
3 Commercial-Customer Relationship Management Robert Magliozzi and Vice President of
4 Enterprise Sales for Gaming and Casinos Angie Dobney:





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287. Operator Defendants' management-level employees also attend G&L Roundtable events, and are prominently featured on G&L's website. For example, the website features the following endorsements "from previous attendees" from Caesars, Hard Rock, and MGM²¹⁸:

21

Peter Broughton, SVP of IT, Caesars Entertainment

22

23

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25

26

"Congratulations Jeannie on pulling off the near impossible; a timely, well written, informative magazine that addresses the industry issues we face every day. **You've introduced us to new vendors, industry peers and helped open our minds to new ideas. The dialogue you have fostered through the magazine and the annual G&L Roundtable has been tremendous. What other industry can say they gather together such a large percentage of gaming and hospitality management in one room to discuss**

27

28

²¹⁸ *G&L Roundtable*, Gaming and Leisure, <https://mygamingandleisure.com/gl-roundtable/> (last visited Nov. 6, 2023).

1 **current issues and solutions; and then allow us to network with**
 2 **all our vendors? Truly an amazing feat and something I look**
forward to every year. Here's to another 20 years of G&L!!"

3 **Don Kneisel, VP of IT, Hard Rock Casino Hotel, Atlantic City**

4 "The G&L Roundtable is engaging, and the topics were relevant to
 5 what is important to me. I enjoyed meeting new IT leaders and
 6 seeing old friends." **Who could put a value on a meeting of all the**
IT leaders in our industry in one place? No politics. Just frank
 7 **discussions. Sharing thoughts, feelings, and insights. Wow!"**

8 **Fran Moore, Corporate IT Lead Product Manager, MGM**
 9 **Resorts International**

10 "The G&L Roundtable experience never disappoints me. **Each year**
 11 **there are valuable discussions, insights and general interactions**
that afford the opportunity to gain perspective of the industry
 12 **climate and gauge vendor direction."**

13 288. Other endorsements on the same page emphasize the "open, honest, and
 14 refreshing discussions with key influences, unlike any other forum in the industry" facilitated by
 15 the Roundtable, as well as its role in "driv[ing] forward technology innovation," and describe it
 16 variously as a "rare chance to network with casino leaders in a very open environment," an
 17 "invaluable" "forum for IT operators around the country to share and discuss current and
 18 upcoming technologies," and a "needed" "place where we can connect with peers [to] exchange
 19 information and collect relevant information that [can] help us in our day-to-day operations":

20 **Monika Nerger, Global CIO, The Americas Mandarin Oriental**
 21 **Hotel Group**

22 "From a fledgling start up over two decades ago, **G&L has**
 23 **becoming the de facto standard for required reading and**
networking in the gaming and hospitality industry. This is in no
 24 small part due the high caliber of standards which G&L upholds, but
 25 also due to the ongoing commitment Jeannie has made throughout
 26 the years to inform, educate, and engage our growing community.
 27 **The G&L Roundtable is an insider's view and opportunity to**
understand the real issues in today's technology environment. It
 28 **is an open, honest, and refreshing discussion with key**
influencers, unlike any other forum in the industry. I'm proud to
 have been associated with Gaming & Leisure since its inception, and
 I would like to extend my congratulations to everyone at Gaming &
 Leisure for your continued success!"

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Van Baltz, CIO, Jack Entertainment

“For over 20 years the Gaming & Leisure Roundtable has been bringing operations and vendor industry leaders together to share challenges and opportunities. **G&L fosters an open and honest discussion in a forum which drives forward technology innovation and has a direct impact on relevant gaming industry issues.**”

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John Kenefick, VP of IT, Pechanga Resort & Casino

The G&L Roundtable is one of those events as a leader you just cannot miss. It is a rare chance to network with casino leaders in a very open environment. The forum allows fellow CXO’s the opportunity to discuss challenges and successes in our industry and to find out what others are doing in our vertical. I personally look forward to attending each year to share experiences.”

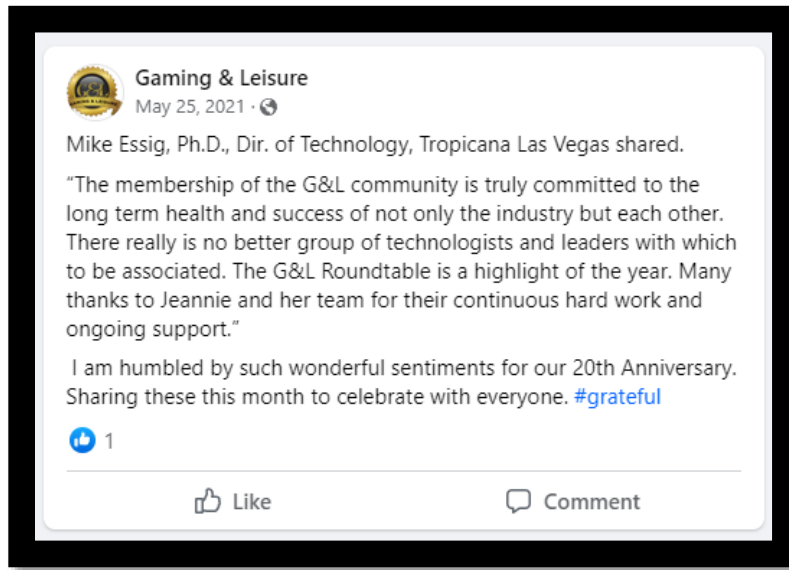
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Jamie Gliddon, Sr. Dir. IT Oak Grove Racing

“Congratulations to Jeannie and the G&L team for 20 years of supporting the gaming and hospitality industry. G&L helps all of us to remain engaged with our colleagues and business partners. **Creating a forum for IT operators around the country to share and discuss current and upcoming technologies has been invaluable. Knowing that the G&L team is an available option when you need to “phone a friend” for assistance or direction is always comforting and very much appreciated. Keep up the great work and Thank You!**”

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Marlon Ortiz, Dir. Of Information Security, Graton Gaming Commission

“More than ever in these interesting times we are living we need a place where we can connect with peers exchange information and collect relevant information that help us in our day-to-day operations. Gaming & Leisure has been here for us for over 20 years, and I’m hoping with our support, participation and Jeannie’s vision and tireless work is going to be here for another 20 years.

289. G&L's Facebook page also features endorsements of the Roundtable from Mike Essig, Tropicana Las Vegas' Director of Technology:



290. Executives from certain Operator Defendants and/or conspirators also sit on G&L's Board of Directors. Members of the current board include, among others, (1) Peter Broughton, former SVP of IT at Caesars; (2) Jason Stump, CIO of Wynn; (3) David Tyburski, VP of Information Security and CISO of Wynn; (4) Don Kneisel, VP of IT for Hard Rock Atlantic City; (5) David Addleman, Vice President of Regional Operations for MGM; (6) Craig Jacobs, VP of IT Services for MGM; and (7) Fran Moore, former Corporate IT Lead Product Manager for MGM.²¹⁹

291. Finally, media available on G&L's website confirms that revenue management has been discussed at past G&L Roundtables. In a February 2023 episode of G&L's "G&L Voice" podcast titled "yield or not to yield, that is the question!"—an interview between host John Filipppe, director of IT at Rolling Hills Casino Resort, and Tim Kennedy, the sales director of revenue management software provider Duetto—Filipppe stated:

²¹⁹ Gaming & Leisure, *G&L Board*, <https://mygamingandleisure.com/about-us/board/> (last visited Nov. 6, 2023).

I had the idea for this podcast because I was at the Gaming and Leisure Roundtable this year, we brought up hotel yielding²²⁰, and I had some questions about the way it was being done—and was immediately shouted down by everyone in the room. So I really wanted to have a podcast and talk to a professional about it because, when I have had the conversation about hotel yielding I seem to have the same opinion as many other people in the industry but nobody wants to say it aloud.²²¹

(3) **Hospitality Sales and Marketing Association (“HSMAI”) events**

292. Defendants have also attended various events hosted by the Hospitality Sales and Marketing Association (“HSMAI”), including (1) events hosted by HSMAI’s Las Vegas chapter and (2) HSMAI’s “International Revenue Optimization Conference” (“HSMAI ROC”), and served in high-ranking positions within HSMAI itself. The HSMAI ROC advertises that it is:

where hotel revenue leaders unite for education, collaboration and innovation at the world’s largest gathering of revenue professionals in the travel industry.

For almost two decades, HSMAI’s ROC has **delivered the most compelling and comprehensive event for the hotel revenue optimization discipline, with more than 650 leading professionals coming together to address the most critical trends affecting hotels today.** With powerful educational and networking opportunities, ROC is the can’t-miss conference of the year for learning and engagement. **It’s where senior leaders in hotel revenue optimization, sales, marketing, and distribution connect and engage in meaningful, thought-provoking conversations about the most important strategic issues facing the business.**²²²

²²⁰ As clarified later in the same podcast, “hotel yielding” refers to revenue management and, in particular, the use of tools like Duetto (and Rainmaker) to set hotel rates.

²²¹ G&L Voice, *Yield or not to Yield that is the question! With Tim Kennedy Sales Dir Duetto hosted by John Filippe*, YouTube (Feb. 9, 2023), available at <https://www.youtube.com/watch?v=8e8YlFtrXHI&list=PLeVaKJooMQdd6ybTyXPC65gd-JSX-LOl0&index=15>.

²²² HSMAI, *Conferences*, <https://americas.hsmi.org/eventshome/conferences/> (last visited Nov. 7, 2023).

293. HSMAI describes attendees of the ROC as “responsible for leading revenue optimization and pricing for brands, management companies, ownership groups, hotels, and resorts,” explaining that the conference “is also of interest to partner companies serving the revenue management industry, including consultants, technology vendors and companies providing products and services in revenue management, execution, and reporting.”²²³ The organization also advertises that “optimizing revenue” is among its core purposes:



294. Rainmaker and its employees have played a leadership role in HSMAI since at least 2010. According to a 2010 article, in that year, Rainmaker became a “sponsor” of the HSMAI Revenue Management & Internet Marketing Strategy Conference,” which took place in Orlando, Florida in June of 2010; Tammy Farley, Rainmaker’s co-founder, also served on the board of directors of HSMAI’s Revenue Management Special Interest Group in that year. Among other thing, the article emphasized Rainmaker’s extensive client base among Las Vegas casinos, as well as Rainmaker’s interest in “help[ing] operators understand the most effective means of profit optimization and rate setting in today’s economy”:

The Rainmaker Group, a world leader in automated profit optimization software and services for the hospitality industry, announced it will be a sponsor of the HSMAI Revenue Management & Internet Marketing Strategy Conference in Orlando, Florida June 21, 2010. Tammy Farley, Rainmaker Group principal, is also serving on the board of directors of HSMAI’s Revenue Management Special Interest Group to assist with planning and other responsibilities.

²²³ HSMAI, *Become a Partner*, <https://commercial.hsm.ai/partners/become-a-partner/#demographics> (last visited Nov. 7, 2023).

1 “The HSMAI Revenue Management & Internet Marketing Strategy
 2 Conference fulfills our industry’s need for expert, impartial
 3 guidance to help operators understand the most effective means of
 4 profit optimization and rate setting in today’s economy,” Farley
 5 said. **“Rainmaker is working with HSMAI’s executive team to
 6 promote and support this excellent educational event for
 7 marketing and revenue management professionals.” The
 8 Rainmaker Group provides revenue optimization services to
 9 companies that include Wynn Las Vegas, One&Only, MGM
 10 MIRAGE, Trump Entertainment Resorts, and Harrah’s
 11 Entertainment.**²²⁴

12 295. A separate article from 2017 emphasizes Rainmaker’s then-”long time” support of
 13 HSMAI, including Farley’s service as a board member, Rainmaker’s status as a “Platinum
 14 Partner” of that year’s ROC conference, and Rainmaker’s sponsorship of “the ROC VIP
 15 Reception, an invitation-only event which honors Certified Revenue Management Executives
 16 (CRME’s).” The article states that Rainmaker would be “demonstrate[ing] its comprehensive
 17 revenue management, intelligence, and rate-shopping solutions platform” at a “co-located event”
 18 at that year’s ROC conference:

19 The Rainmaker Group, the market leader in revenue and profit
 20 optimization solutions for the gaming and hospitality industry, **will
 21 work alongside HSMAI as a Platinum Partner in this year’s
 22 Revenue Optimization Conference (ROC)**, taking place at the
 23 Metro Toronto Convention Centre on Wednesday, June 28. As part
 24 of this key partnership with HSMAI, **Rainmaker will sponsor a
 25 number of pre-conference events at ROC, as well as playing a
 26 high-profile role at the General Session.**

27 During the 2020 Lightning Round, a part of the conference’s
 28 afternoon General Session at 1.30pm, Rainmaker’s Vice President
 of Revenue Analytics, **Dan Skodol, will present an educational
 segment entitled “Jedi Mind Tricks: What Every Revenue
 Manager Needs to Know about the Psychology of Pricing.”**
**Selected by HSMAI for its unique perspective on revenue
 management strategies and protocol, Skodol’s presentation will
 assist ROC attendees in gaining a better understanding of guest
 behavior and the role it plays in developing an effective pricing
 strategy for their property(ies).**

²²⁴ *The Rainmaker Group Takes Leadership Position at HSMAI Revenue Management & Internet Marketing Strategy Conference*, Hotel Online (June 1, 2010), https://www.hotel-online.com/News/PR2010_2nd/Jun10_RainmakerHSMAI.html.

Rainmaker is also the sponsor of the ROC VIP Reception, an invitation-only event which honors Certified Revenue Management Executives (CRME's). In addition, the company will co-sponsor the "HSMAI Helps" event, taking place prior to the conference from 2-4pm on Tuesday, June 27. In partnership with Clean the World, ROC volunteers will build 600 hygiene kits to leave behind for Margaret's Housing and Community Services in Toronto.

"Rainmaker and HSMAI have a shared vision for advancing revenue management and profit optimization in the hospitality segment, and we are proud to once again align ourselves with them at ROC, which is an essential venue for promoting thought leadership and best practices in our industry," said Tammy Farley, Rainmaker President.

Rainmaker has been a long-time supporter of HSMAI, since the company's inception in 1998, and has grown with the organization over the years. Farley serves as an HSMAI Americas board member and has been the recipient of many industry accolades, most recently being named one of HSMAI's Top 25: Extraordinary Minds in Hospitality Sales, Marketing, Revenue Optimization. Selected by a panel of senior industry executives, this award recognizes individuals whose recent work demonstrates creativity and innovation; cutting edge sales or marketing campaigns; triumph in challenging situations; and sales efforts that resulted in dramatic gains.

Attendees of HSMAI ROC 2017 also receive complimentary access to HITEC, which is taking place in Toronto, June 26-29. At this co-located event, Rainmaker will demonstrate its comprehensive revenue management, intelligence and rate-shopping solutions platform, which includes guestrev, grouprev, revcaster, and revintel. Attendees visiting HITEC booth #1852 will also get an in depth look at several newly released enhancements to Rainmaker's solutions, including group forecasting functionality and the next generation of the revcaster platform.²²⁵

296. Rainmaker's employees, including other senior executives, have regularly attended the HSMAI ROC over the years. In a June 15, 2016 post on Rainmaker's now-deleted

²²⁵ *The Rainmaker Group continues support of HSMAI initiatives as platinum sponsor of 2017 Revenue Optimization Conference*, eHotelier (June 22, 2017), <https://insights.ehotelier.com/suppliers/2017/06/22/rainmaker-hsmai-initiative/>.

1 Hospitality and Gaming Blog, then-Vice President of Hotel Demand Generation Vikram Singh
 2 wrote that “[e]very year, the Rainmaker hospitality and gaming team looks forward to attending
 3 the annual HSMAI ROC (Revenue Optimization Conference) event.” Singh continued:

4 Over the years, the HSMAI ROC event has become the perfect
 5 platform for gaining insights and developing your own revenue
 6 management skills, as well as those of your teams. In addition to
 7 that, it’s one of the year’s best networking events for revenue
 8 optimization newbies, ace practitioners, and philosophers alike.
 9 Rainmaker has successfully partnered with ROC for several years.
 10 This year is no different. We’re also contributing some exciting
 content to the program.... The Revenue Optimization Conference
 (ROC) is going to be an epicenter of education and collaboration.
 Our entire hospitality and gaming revenue management team is
 attending so we can be available to anyone who wants to meet.
 Please do not hesitate to reach out and set a time to speak with us!²²⁶

11 297. The 2016 HSMAI ROC occurred in New Orleans, Louisiana in late June. As
 12 Singh stated in the above post, “[r]evenue managers, stakeholders and optimizers from hotels of
 13 all shapes and sizes travel from all over the US and abroad to gather at this event. It’s so exciting
 14 for our industry that I like to call it the annual Revenue Management Nerd Prom.”

15 298. Rainmaker’s Tammy Farley and Dan Skodol were regular attendees at HSMAI
 16 ROCs. One of the numerous conferences Farley attended was the June 2018 event in Houston,
 17 Texas, themed “Take Revenue by the Horns,” as memorialized in an online 2018 HSMAI ROC
 18 Recap video²²⁷:

25 ²²⁶ Vikram Singh, *Get Ready to ROC With Rainmaker in New Orleans!*, Rainmaker (June 15,
 26 2016), available at
[https://web.archive.org/web/20160621204019/http://blog.letitrain.com/hospitality-solutions-
 blog/get-ready-to-roc-with-rainmaker-in-new-orleans](https://web.archive.org/web/20160621204019/http://blog.letitrain.com/hospitality-solutions-blog/get-ready-to-roc-with-rainmaker-in-new-orleans).

27 ²²⁷ *2018 HSMAI ROC Recap: Bold Innovations and Bright Networking*, Hospitality Upgrade
 28 (July 17, 2018), available at <https://vimeo.com/280415048> (last visited Nov. 7, 2023).



299. Among other testimonials regarding the same video is a clip of Farley in which she states: “I actually had the pleasure of sitting with one of the award winners at lunch, and this is his first ROC. And he said, ‘I can’t believe I’ve never been here. It’s such an opportunity to sit with people who do the same job I do and share and network ideas.’”

300. Rainmaker’s Dan Skodol also attended many of these conferences. Described in a Rainmaker blog post as Rainmaker’s “very own Revenue Optimization rock star,” Skodol led a session at the June 2016 conference,²²⁸ and also spoke at the June 2019 HSMIAI ROC in Minneapolis, Minnesota. In her August 14, 2019 “HSMIAI ROC 2019 Conference Recap,” Skodol was thanked “for having the most actionable presentation[] at the conference!” Cendyn’s then-Senior Vice President for Global Marketing & Business Development and current President

²²⁸ Vikram Singh, *Get Ready to ROC With Rainmaker in New Orleans!*, Rainmaker (June 15, 2016), available at <https://web.archive.org/web/20160621204019/http://blog.letitrain.com/hospitality-solutions-blog/get-ready-to-roc-with-rainmaker-in-new-orleans>.

1 and Chief Marketing Officer Michael Bennett also gave a presentation on data science at the
2 conference according to the Recap.²²⁹

3 301. Following its acquisition of Rainmaker, Cendyn continued to have a formidable
4 presence along with Operator Defendants at the annual HSMIAI ROC. For example, the 2022
5 conference, themed “Accelerate Recovery,” was held in late June in Orlando, Florida. The
6 conference’s attendance list show that various management personnel from Cendyn, Hard Rock
7 International, and MGM Resorts attended, including Cendyn’s (1) Senior Director of Strategic
8 Product Initiatives, (2) Key Account Director, (3) Director of Sales for the Northeast, and (4)
9 Senior Director of Customer Experiences, Hard Rock’s Hotel Distribution & Reservations
10 Manager, and MGM’s (1) Vice President of Distribution, (2) Vice President of Revenue
11 Management, and (3) two separate Executive Directors of Revenue Management.²³⁰

12 302. Rainmaker and Cendyn have also had prominent sponsorship roles at HSMIAI
13 events over the years. For instance, both companies were Platinum Partners for the 2019 HSMIAI
14 ROC held June 18-19, 2019 in Minneapolis, Minnesota. Cendyn continues to play a leading role
15 in HSMIAI; it is currently one of a handful of HSMIAI “Global Organizational Members.”

16 303. Operator Defendants’ personnel also have sat on various HSMIAI Boards. For
17 example, Caesar Entertainment’s Senior Vice President of Commercial Operations Pavan Kapur
18 and MGM Resorts’ Chief Sales Officer and Senior Vice President Stephanie Glanzer are current
19 HSMIAI Americas Board members. Cendyn’s VP of Global Digital Strategy, Tina Markowitz,
20 sits on HSMIAI’s “Inspiring Marketing” advisory board, and The Cosmopolitan of Las Vegas’
21 National Sales Manager, Tayla Hall, sits on HSMIAI’s “Rising Sales Leaders Council.”²³¹

24 ²²⁹ Stephanie Smith, *HSMIAI ROC 2019 Conference Recap*, Cogwheel Marketing (Aug. 14,
25 2019), <https://cogwheelmarketing.com/blog/hsmiai-roc/>.

26 ²³⁰ 2022 HSMIAI ROC Post-Conference Attendee List (as of July 7, 2022), available at
[https://commercial.hsmiai.org/wp-content/uploads/sites/17/2022/11/2022-HSMIAI-ROC-](https://commercial.hsmiai.org/wp-content/uploads/sites/17/2022/11/2022-HSMIAI-ROC-Conference-Attendee-List-1.pdf)
27 [Conference-Attendee-List-1.pdf](https://commercial.hsmiai.org/wp-content/uploads/sites/17/2022/11/2022-HSMIAI-ROC-Conference-Attendee-List-1.pdf).

28 ²³¹ See *About*, HSMIAI Americas, <https://americas.hsmiai.org/about/> (last visited Nov. 7,
2023).

(4) **HSMAI Las Vegas**

304. Beyond participating in HSMAI at the national level, Defendants also participate in the HSMAI Las Vegas Chapter. In fact, representatives from Caesars and Wynn, as well as Kevin Duncan, Cendyn's Vice President of Product Management, and Angie Dobney, formerly Cendyn's Vice President of Enterprise Sales for Gaming, currently sit on HSMAI Las Vegas' advisory board:



Angie Dobney
VICE PRESIDENT OF REVENUE AND CRM
FONTAINEBLEU LAS VEGAS



Kevin Duncan
VICE PRESIDENT PRODUCT MANAGEMENT
CENDYN



Abby Hobbs
DIRECTOR OF SALES, PROPERTY LAS VEGAS
CAESARS ENTERTAINMENT



Pavan Kapur
SENIOR VP, COMMERCIAL
CAESARS ENTERTAINMENT



Pedram Pakneshan
ASSISTANT VICE PRESIDENT OF CONVENTION SALES
WYNN LAS VEGAS AND ENCORE



Amanda Voss - Chair
VICE PRESIDENT OF SALES
BELLAGIO, MGM RESORTS INTERNATIONAL

305. Similarly, the following is a list of 2020 HSMAI Las Vegas Board Members, which includes representatives from Tropicana, Wynn, Caesars, and Cendyn:

Gavin Mealiffe, vice president of sales, Tropicana Las Vegas

Pedram Pakneshan, assistant vice president of hotel sales, Wynn Las Vegas

Chris Flatt, executive vice president of hotel sales and marketing, Wynn Las Vegas

Amanda Voss, vice president of sales, Bellagio, MGM Resorts International

Jack Easdale, senior vice president of revenue management and enterprise analytics, Sands Corporation

Tyler Stewart, vice president of convention sales, The Venetian, The Palazzo, Resort Hotel & Casino, Las Vegas Sands Corporation

Lisa Messina, vice president of sales, Caesars Entertainment

Ashley Lowe, CMP, MBA, director of sales, Caesars Entertainment

Nick Naggar, vice president of group revenue optimization, MGM Resorts International

*Jason Glascock, vice president sales, Resorts World Las Vegas

Stowe Shoemaker, dean, University of Nevada Las Vegas William F. Harrah College of Hotel Administration

Chris Meyer, vice president of global sales, Las Vegas Convention and Visitors Authority

Ken Gifford, CRME, owner and founder, Revenue Optimization²³²

*Lynsie Bennett, director of business development, STR

Angie Dobney, CRME, vice president of enterprise sales gaming and casinos, Cendyn

*Sayi Puligandla, executive vice president of strategic operations and global head of gaming hospitality, Nor1²³³

²³² Notably, Gifford was previously “VP Revenue Management” at Operator Defendant SLS Las Vegas, as well as “SVP Consulting and Business Development” for Rainmaker, where he “led revenue management initiatives for the casino industry including Caesars Entertainment, Wynn, and pilot programs at MGM, Boyd Gaming, and Island of Capri.” *See* Revenue Optimization, “Our Leadership,” <https://www.revenueopt.com/our-team> (last visited Nov. 20, 2023).

²³³ HSMIAI Las Vegas Chapter Announces its 2020 Advisory Board, Hospitality Net (March 3, 2020), <https://www.hospitalitynet.org/news/4097282.html>.

306. HSMIA Las Vegas also prominently features Cendyn as a “chapter partner.” According to HSMIA’s website, this “Chapter Partner” designation—which requires an application and appears to entailing paying a multi-thousand dollar fee to HSMIA—entitles companies to, among other things, (1) hold a seat on the HSMIA Las Vegas Chapter’s advisory board; (2) present “one educational speaking opportunity”; (3) include a “partner table at all educational programs and social events”; (4) receive an “attendee list for all educational and social programs” (5) author a monthly article in the HSMIA Las Vegas newsletter; and (6) engage in a “one time use of the HSMIA Las Vegas distribution list”:

CHAPTER PARTNER

About Cendyn

As a global leader that helps hotels around the world drive profits and overall guest experience, Cendyn offers an integrated technology platform that creates extraordinary results in the hospitality industry. From marketing and sales to eCommerce and analytics, Cendyn allows hoteliers to accelerate growth and development with complete digital transformation.



BECOME A PARTNER

Partner with HSMIA Las Vegas

If you're looking to grow your company to its full potential and gain exposure from the region's top hospitality professionals, we encourage you to become a partner of HSMIA Las Vegas. Our partnership program is designed to ensure your brand's message doesn't get lost while creating the best value for you and your business.

Partnership Tiers

Chapter Partner (application required - limited opportunities available -- max 5 partners)

If interested contact alison.francis-smith@hsmia.org

- Opportunity to hold one seat on the HSMIA Las Vegas Chapter's Advisory Board
- One educational speaking opportunity during 2023
- Two complimentary registrations for all educational and social programs
- Partner Table at all educational programs and social event when available
- Attendee list for all educational and social programs (email addresses not included)
- Logo recognition on all HSMIA Las Vegas Chapter platforms
- Monthly article in HSMIA Las Vegas Chapter Newsletter
- One time use of the HSMIA Las Vegas distribution list - to be distributed by the chapter for email marketing purposes.

307. The HSMIAI Las Vegas chapter prominently advertises on its website that it hosts “networking meetings and informational seminars” as well as “panel discussions and more,” which it explains are where members can “come together to share experiences, strategize, and turn [their] business ideas into actions.”²³⁴ Consistent with this, the public HSMIAI Las Vegas Chapter Facebook page recounts a long history of events, meetings, and social functions featuring Cendyn as well as representatives from various defendants—among them events focused on revenue management. Among these events were:

- A November 2022 “View from the Top” Summit featuring, among others, Cendyn’s Kevin Duncan and Michael Lloyd, who is (according to his LinkedIn profile), a “revenue manager” at Defendant Operator Wynn²³⁵:



²³⁴ See HSMIAI Las Vegas Chapter, “Programs,” <https://www.hsmailasvegas.org/programs> (last visited Nov. 15, 2023).

²³⁵ See <https://www.linkedin.com/in/lloydsmike/> (last visited Nov. 15, 2023).

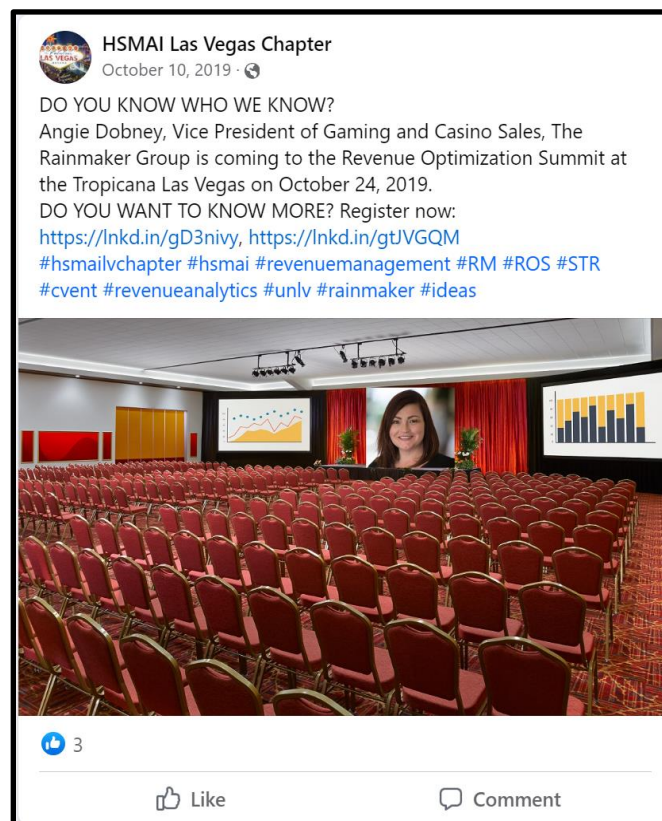
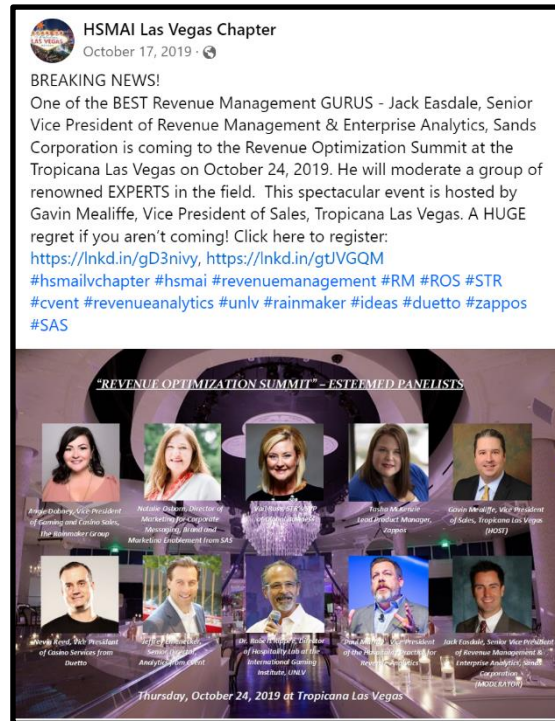
- A November 2021 program titled “Managing by Total Profit,” advertised as a “session from [the] HSMAI ROC,” presented by “representatives from Cendyn” and others:



- An April 2, 2020 “Virtual Cocktail Party” featuring an “inspirational discussion” with HSMAI’s board members, including members from Cendyn, Wynn, Caesars, and Tropicana:



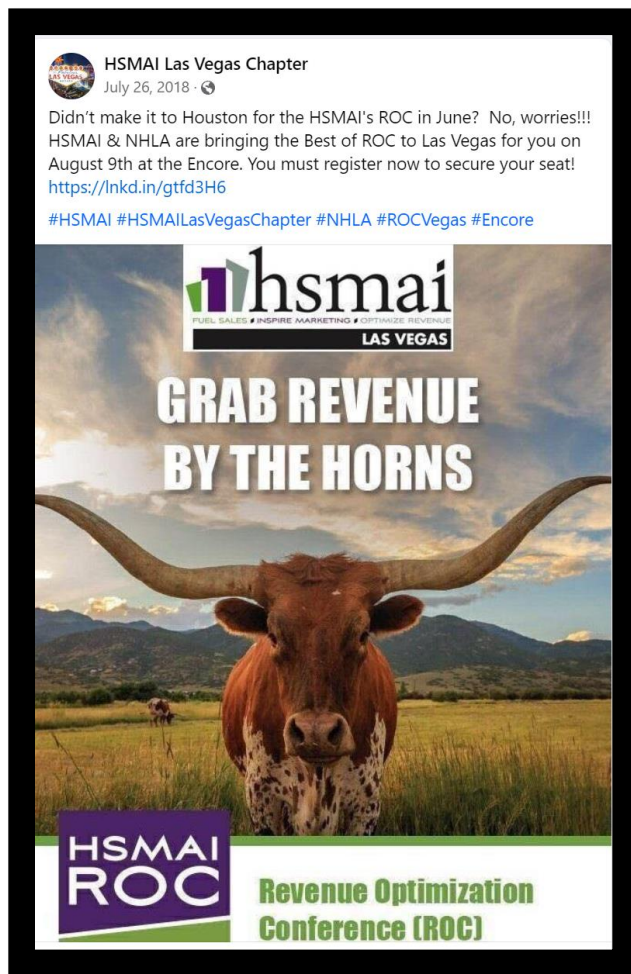
- An October 2019 “Revenue Optimization Summit” featuring, among others, Angie Dobney (then-Vice President of Gaming and Casino Sales for Rainmaker) and hosted by Gavin Mealiffe, Vice President of Sales at the Tropicana Las Vegas:



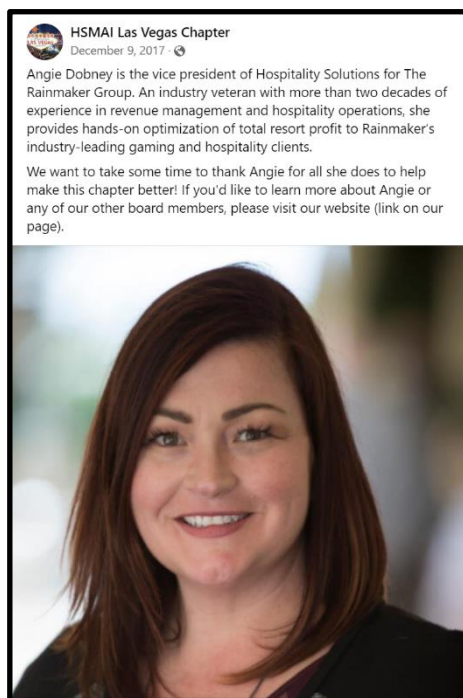
Notably, another post promoting the same October 2019 event asks, “[D]oes the power of AI make Revenue Optimization better? Come find out on Thursday, October 24 at the Tropicana Las Vegas”:



- A July 2018 Las Vegas-based “Best of” the HSMAI’s revenue optimization conference hosted at Operator Defendant Wynn’s Encore resort:



308. The HSMIAI Las Vegas Facebook page also prominently features Rainmaker/Cendyn's employees. One 2017 post thanks Angie Dobney, then still a Rainmaker employee, for "all she does to help make this chapter better!" Others feature pictures of Dobney at HSMIAI Las Vegas social events.



(5) **Rainmaker-sponsored Hotel Data Conferences**

309. Rainmaker has also sponsored—and its employees have attended—the annual “Hotel Data Conference.” The Hotel Data Conference, or “HDC,” is touted by attendees as “the only conference where the revenue management leaders of our industry come together.”²³⁶

310. In 2015, Revcaster sponsored the Hotel Data Conference in Nashville, Tennessee held August 4-6, 2015. Erik Browning, Vice President of Business Consulting at Rainmaker, was a speaker.²³⁷ Similarly, at the August 9-11, 2017 conference in Nashville, Tennessee, Rainmaker’s then-Vice President of Revenue Analytics Skodol presided over a session “designed to help guide hoteliers and revenue managers in devising pricing strategies that take into account how consumers typically make decisions related to price and purchases.” In the conference’s lead-up, Rainmaker’s Farley stated:

Improving forecasts and optimizing pricing for both transient and group business are the cornerstones of our business and essential components of a successful revenue management strategy. We are proud to align ourselves with HDC as they continue to explore the growing role of data in these processes and promote best practices that drive the industry forward.²³⁸

311. Skodol also led a session titled “Group Revenue Management— Measuring Success” during the August 15-16, 2019 Hotel Data Conference in Nashville, Tennessee. Before the session, Skodol noted:

Group Business is a key piece in revenue management strategy but is often not assessed the same way as transient and that can leave revenue on the table; I believe sharing these case studies will help hoteliers see the importance of a disciplined group revenue solution.²³⁹

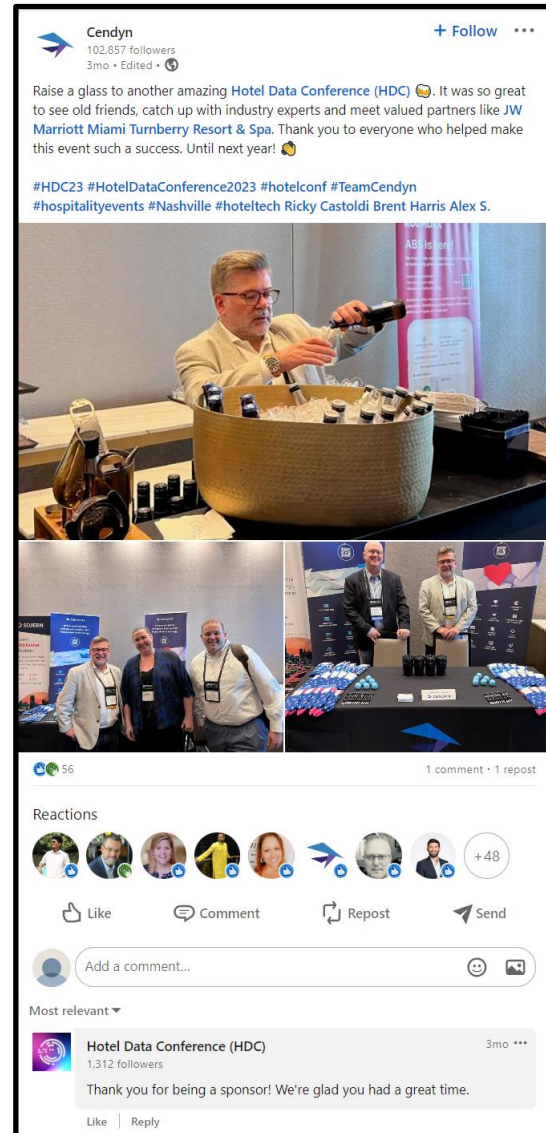
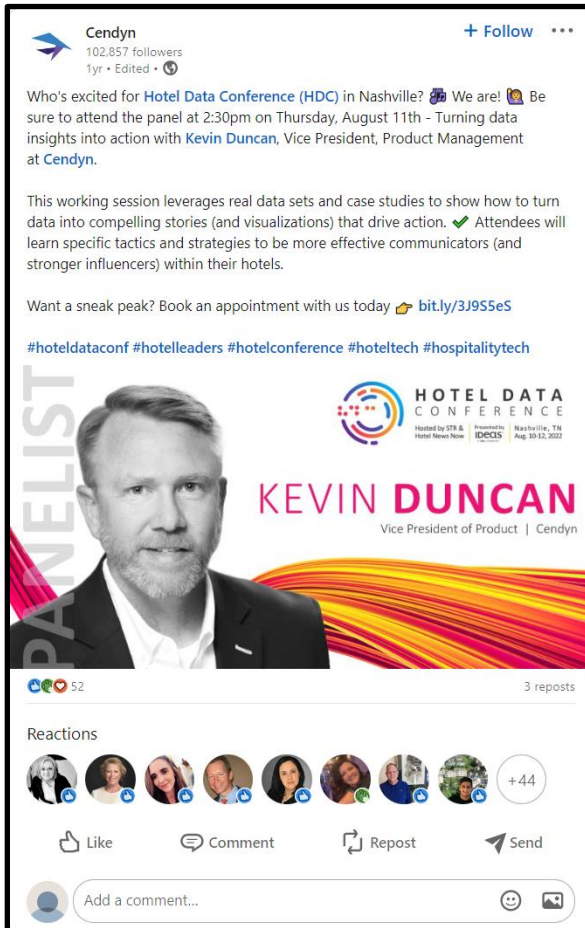
²³⁶ See <https://www.hoteldataconference.com/event/e75685fe-d11d-448e-8ca7-13cb52b2ddf9>.

²³⁷ See <https://web.archive.org/web/20150801133606/www.hoteldataconference.com/>.

²³⁸ *Rainmaker to Advocate Industry Education and Innovation as Presenting Sponsor of 2017 Hotel Data Conference*, Hospitality Net (Aug. 3, 2017), <https://www.hospitalitynet.org/news/4084020.html>.

²³⁹ *Rainmaker, a Cendyn company, has VP Lead Session on Measuring the Success of Group Business at Hotel Data Conference*, Hospitality Net (Aug. 13, 2019), <https://www.hospitalitynet.org/news/4094606.html>.


312. Cendyn employees have continued to participate in these conferences as well in recent years, with Cendyn sponsoring the 2023 event:



313. HDC presented forecasts at the conference.²⁴⁰

²⁴⁰ See <https://twitter.com/Hoteldataconf/status/449201517547888640>.

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Annie Gaffron reposted
 **Hotel Data Conference (HDC)**
@Hoteldataconf

The 2013 forecast presented at the conference - and how the year actually panned out. [#throwbackthursday](#)

Know what's going to happen before it happens.

2013 performance	Projected @ HDC			Actual			Get your 2014/15 forecast at HDC.
	occ	+1.4%	62.2%	occ	+1.5%	62.3%	
	ADR	+4.2%	\$110.61	ADR	+3.9%	\$110.35	
	RevPAR	+5.7%	\$68.85	RevPAR	+5.4%	\$68.69	

Source: STR, Inc.

8:09 AM · Mar 27, 2014

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AGENDA

We are continuing to develop the 2015 Hotel Data Conference program. Check back often for updates.

AUGUST 4, 2015	AUGUST 5, 2015	AUGUST 6, 2015
DAY 3 AUGUST 6, 2015		
7:30 AM - 8:30 AM	Breakfast on August 6, 2015	
8:30 AM - 9:45 AM	Encore!!! Encore??? Presenting the latest forecasts Hide details <p>During what has become the most sought-after session of the conference, the top industry prognosticators will release their latest forecasts. Right in line with the start of budgeting season, this discussion will provide attendees with information needed to accurately look into the rest of 2015, 2016 and beyond.</p> <p>Moderator: Stephanie Ricca, Editor-at-Large, Hotel News Now</p> <p>Panelists: Michael Deitemeyer, Omni Hotels & Resorts Amanda Hite, STR Mark Woodworth, PKF Hospitality Research, A CBRE Company</p>	

General
Legends D through G

(6) Other conferences

314. Defendants have also attended a variety of other industry conferences, including:

- **BITAC's ("Business Interactive Trade Alliances and Conferences") annual Casino Resorts Conference.** This BITAC conference, attended by "C-Level executives from prominent gaming hotels," "serves to educate and strengthen relationships among casino property executives and leading industry suppliers."²⁴¹ BITAC states that its "event

²⁴¹ *Rainmaker's Angie Dobney Demonstrates Revenue and Guest Loyalty Optimization Strategies at BITAC Casino Resorts 2017*, Hospitality Upgrade (Aug. 28, 2017),

1 model employs a unique combination of engaging panels, pre-qualified and arranged
 2 meetings with decision-makers who are sourcing specific product, casual networking
 3 opportunities, relationship-building activities, and elegant drink and dining
 4 experiences.”²⁴² At the 2017 BITAC conference, held August 27-29 at the Four Seasons
 5 Hotel in Toronto, Canada, Rainmaker was “tapped to share expert insight on revenue
 6 optimization and guest loyalty with attendees.” As a press release noted, Rainmaker’s
 7 Dobney was slated to participate “in an informative panel discussing how overall
 8 property profitability can be optimized without sacrificing service quality or negatively
 9 impacting the guest experience.” Dobney added that “BITAC Casino Resorts 2017 is a
 10 perfect opportunity to educate the industry on solutions that make it possible to fully
 11 analyze all revenue streams and provide the critical data necessary to fully leverage all of
 12 a property’s assets.” Dobney again would:

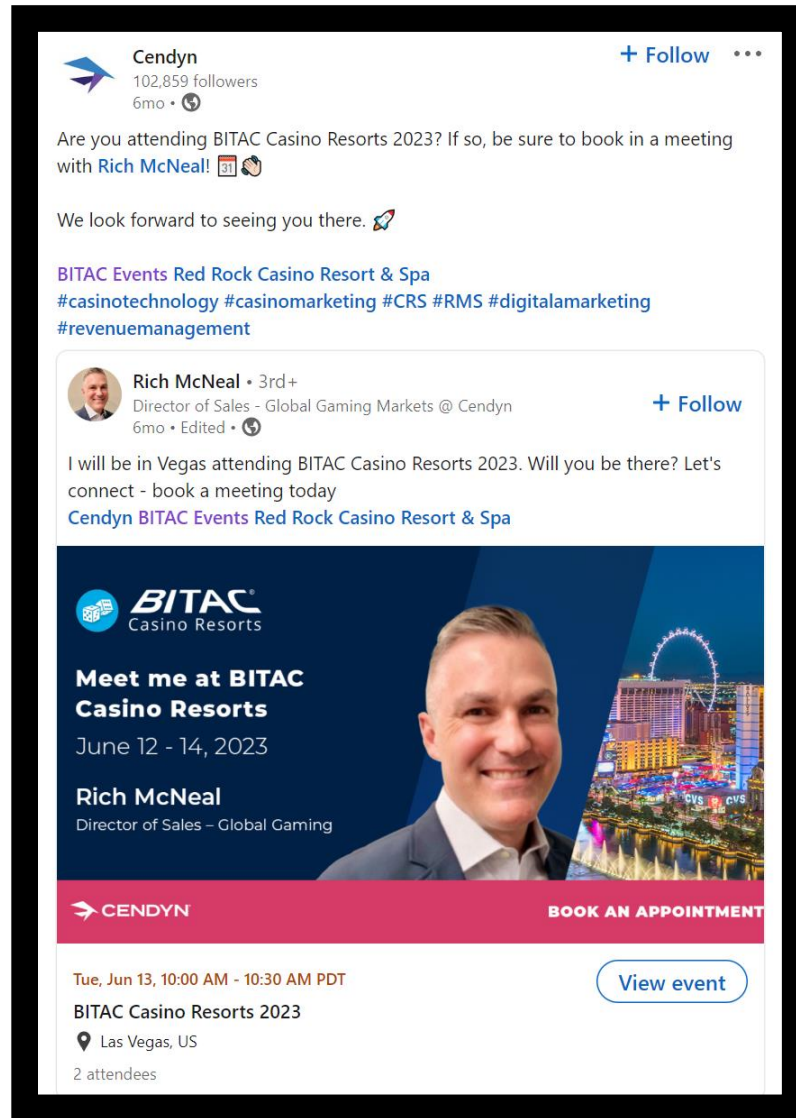
13 share her extensive knowledge on how specific data-driven
 14 methodologies have been used successfully by casino properties in
 15 recent years to optimize revenue and profit, . . . [and] draw on her
 16 experience at Rainmaker developing solutions designed to help the
 gaming industry overcome the challenges of revenue optimization
 strategy such as over-discounting and comping guestrooms.²⁴³

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 23 [https://www.hospitalityupgrade.com/_news/NewsArticles/Rainmakers-Angie-Dobney-](https://www.hospitalityupgrade.com/_news/NewsArticles/Rainmakers-Angie-Dobney-Demonstrates-Revenue-and-Guest-Loyalty-Optimization-Strategies-at-BITAC-Casino-Resorts-2017.asp/)
 24 [Demonstrates-Revenue-and-Guest-Loyalty-Optimization-Strategies-at-BITAC-Casino-Resorts-](https://www.hospitalityupgrade.com/_news/NewsArticles/Rainmakers-Angie-Dobney-Demonstrates-Revenue-and-Guest-Loyalty-Optimization-Strategies-at-BITAC-Casino-Resorts-2017.asp/)
 25 [2017.asp/](https://www.hospitalityupgrade.com/_news/NewsArticles/Rainmakers-Angie-Dobney-Demonstrates-Revenue-and-Guest-Loyalty-Optimization-Strategies-at-BITAC-Casino-Resorts-2017.asp/).

26 ²⁴² See <https://www.linkedin.com/company/bitac-events/about/> (last visited Nov. 16, 2023).

27 ²⁴³ *Rainmaker’s Angie Dobney Demonstrates Revenue and Guest Loyalty Optimization*
 28 *Strategies at BITAC Casino Resorts 2017*, Hospitality Upgrade (Aug. 28, 2017),
[https://www.hospitalityupgrade.com/_news/NewsArticles/Rainmakers-Angie-Dobney-](https://www.hospitalityupgrade.com/_news/NewsArticles/Rainmakers-Angie-Dobney-Demonstrates-Revenue-and-Guest-Loyalty-Optimization-Strategies-at-BITAC-Casino-Resorts-2017.asp/)
[Demonstrates-Revenue-and-Guest-Loyalty-Optimization-Strategies-at-BITAC-Casino-Resorts-](https://www.hospitalityupgrade.com/_news/NewsArticles/Rainmakers-Angie-Dobney-Demonstrates-Revenue-and-Guest-Loyalty-Optimization-Strategies-at-BITAC-Casino-Resorts-2017.asp/)
[2017.asp/](https://www.hospitalityupgrade.com/_news/NewsArticles/Rainmakers-Angie-Dobney-Demonstrates-Revenue-and-Guest-Loyalty-Optimization-Strategies-at-BITAC-Casino-Resorts-2017.asp/).

Cendyn employees have continued to attend BITAC events. For example, a recent post on LinkedIn by Cendyn advertises that Rich McNeal, Cendyn's Director of Sales — Global Gaming, would be attending the BITAC Casino Resorts 2023 event and available to “book a meeting:



- **The Institute for Operations Research and the Management Sciences’ (“INFORMS”) annual Business Analytics Conference.** At the 2017 INFORMS conference, held at Las Vegas’ Caesars Palace from April 2-4, Rainmaker’s Farley was a keynote speaker. Rainmaker’s Dobney hosted a “strategic session” where she “present[ed] a step-by-step approach to total revenue optimization for casino and gaming properties” ...”detailing the data-driven methodology behind the total revenue

management approach that has been successfully implemented by many casino properties in recent years.” According to the same event description:

Since gaming revenue typically is significantly higher than room revenue, casino hotels have traditionally left money on the table by over-discounting and comping rooms without the real-time data to back up those decisions, Rainmaker said. A more strategic and profitable total revenue management approach goes far beyond those antiquated methods by considering the total value of each segment and individual customer, based on all available revenue streams, including gaming, room revenue and ancillary revenue such as F&B, wellness and retail. By factoring total spend into their pricing decisions, gaming resorts can refine their practices to significantly impact overall profitability of the property.

Using this total revenue management approach to effectively optimize profitability, casino hotels have shifted from measuring their success by RevPAR, which is rapidly becoming outdated, to TRevPAR (Total Revenue Per Available Room) that includes revenue from both gaming and non-gaming activities. By forecasting demand for each customer segment based on total spend, casinos can determine the optimal mix of customer segments for each date and use real-time data to target them with the most strategic pricing and promotions for each.

Casino hotels can win big by using data-driven solutions that also factor in total guest value by arrival date and length of stay, to ensure that rooms are always available for their most valuable customers, Rainmaker noted. Hotels can forecast each segment’s demand, determine the optimal mix based on the profitability of each segment, and then make pricing decisions that target this ratio. In its session at INFORMS, Rainmaker will show them how to do this, step by step, in order to yield the best results.²⁴⁴

- **The Hotel Revenue Conference.** The Hotel Revenue Conference is an annual gathering of “hotel sales, marketing and revenue management professionals” organized by Hotel Revenue Associates, Inc.²⁴⁵ In 2018, Rainmaker sent two executives to speak at the

²⁴⁴ Press Release, Rainmaker, *Rainmaker to Present Total Revenue Management Approach for Casino Hotels at INFORMS 2017* (Mar. 28, 2017), <https://hospitalitytech.com/rainmaker-present-total-revenue-managementapproach-casino-hotels-informs-2017>.

²⁴⁵ Hotel Revenue Conference Seattle: Feb. 19-21, 2020, Hospitality Net, <https://www.hospitalitynet.org/event/3004667.html>.

1 conference, held February 21-22, at the Fairmont Olympic Hotel in Seattle. Their
2 presentation, entitled “FOMO: Fear of Missing Out,” was on “optimizing group business
3 for higher conversion rates and increased revenue” and included “topics such as: leveraging
4 data and technology [and] streamlining revenue management processes.” In a press release
5 describing the event, Tammy Farley stated: “We are thrilled to participate in this year’s
6 Hotel Revenue Conference, both as thought leaders and as a gold-level sponsor. We
7 continue to experience significant growth within the hotel market and have a strong
8 commitment to the success of our customers in this sector. We understand the importance
9 of technology to a hotel’s success, and we look forward to sharing information and insights
10 that can help attendees win more group business at their own properties.”²⁴⁶

11 **(7) Rainmaker “tactical and strategic consultation”**

12 315. Rainmaker advisors have regular contact with Hotel Operators to keep them up to
13 date on their competitors. CW2 stated that Rainmaker staff were “constantly in communication”
14 with users about pricing recommendations and likely held regular meetings with casino staff.
15 Some operators met with Rainmaker on a weekly basis, according to CW2.
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27 ²⁴⁶ *Rainmaker Executives Featured at Hotel Revenue Conference 2018*, Hospitality
28 Newsmaker Alert (Feb. 2018), <https://newsmakeralert.com/RainmakerGroup-021518.html>.

316. Consistent with this, according to a promotional brochure for Rainmaker, “Rainmaker at a Glance,” Rainmaker “includes tactical and strategic consultation as an *integral part of every system implementation*”²⁴⁷:

Expertise/Consultation:

Rainmaker includes tactical and strategic consultation as an integral part of every system implementation. This service is provided by a team of industry leaders with decades of experience in consulting, marketing, change management, hospitality operations, and corporate revenue management. The team assesses each organization's strengths and opportunities; assists in educating relevant stakeholders; advises on recommended business process shifts; shares industry best practices; and provides a step-by-step plan to maximize the benefit of profit optimization.

Consulting services can also be provided outside of a system implementation in a variety of focus areas. These include, among others, revenue management readiness, customer valuation, pricing strategies, mix of business, and fine-tuning a new or existing revenue management program.

317. Rainmaker in fact “share[d] industry best practices” with each Operator Defendant while “advis[ing] of recommended business process shifts” and helping them “maximize the benefit of profit optimization” during platform system implementations. Rainmaker also provided additional “consulting services” to Operator Defendants including “pricing strategies” and “fine-tuning a new or existing revenue management program.” For example, in one now-deleted press release, Rainmaker highlighted the “tight link between the companies that include[d] biweekly meetings” where “the teams” from Harrah’s Entertainment (which subsequently became Caesars Entertainment) and Rainmaker “discuss[ed] ways to use the technology to meet the latest price optimization business challenges.”²⁴⁸

²⁴⁷ “Rainmaker at a Glance” Media Kit at 3.

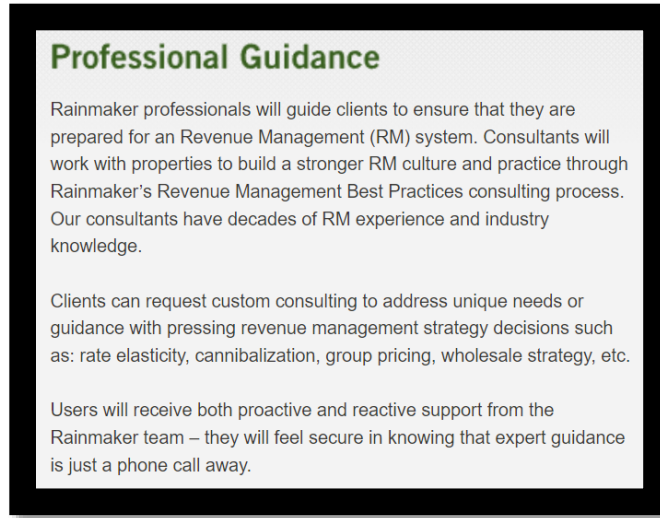
²⁴⁸ *Casino Hotels Rely on Service and Experience from Revenue Management Providers*, PR Web (Jan. 7, 2009), available at <https://web.archive.org/web/20090213193110/https://www.prweb.com/releases/therainmakergroup/letittrain/prweb1826614.htm>.

318. Consistent with this, in an August 2014 Rainmaker promotional video, Jesse Sturges, Manager of Revenue Management at the Mohegan Sun Resort & Casino, explained that “the best thing about [Rainmaker] is how hands on they are—the ability to reach out to them, have them look at our actual data or how we’re utilizing the system”:

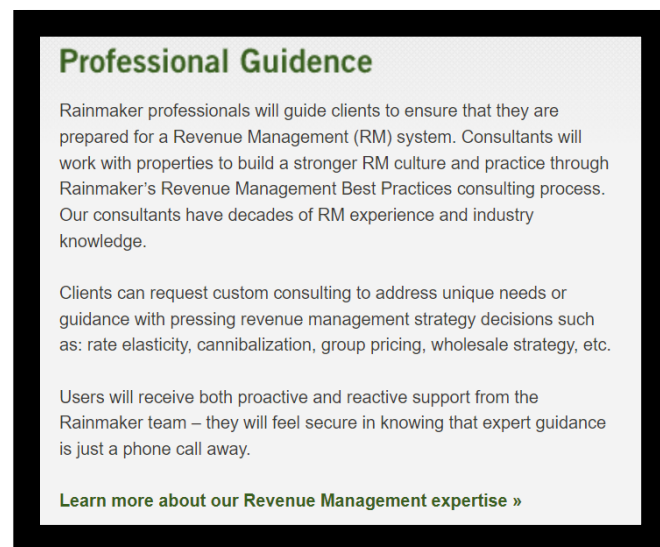


319. Similarly, as early as 2011, Rainmaker touted that its employees would “guide clients to ensure that they are prepared for an Revenue Management (RM) system [and] work with properties to build a stronger RM culture and practice through Rainmaker’s Revenue Management Best Practices consulting process,” and that users would “receive both proactive and reactive support from the Rainmaker team,” with “expert guidance just a phone call away”²⁴⁹:

²⁴⁹ See <https://web.archive.org/web/20110306171825/http://www.letitrain.com/gaming-and-hospitality/features-and-benefits/professional-guidance/> (last visited Nov. 20, 2023).



320. A similar graphic available on Rainmaker's website as of January 16, 2013 emphasizes that clients could request "customer consulting to address unique needs or guidance with such pressing revenue management strategy decisions such as: rate elasticity, cannibalization, group pricing, wholesale strategy, etc."²⁵⁰:



²⁵⁰ See <https://web.archive.org/web/20130116072755/http://www.letitrain.com/gaming-and-hospitality-product-suite/products/guestrev/> (last visited Nov. 20, 2023).

321. The “team of industry leaders” who provided these “tactical and strategic consultation” services included Vikram Singh, Rainmaker’s Vice President of Revenue Optimization from 2015-2017. In this role, according to his LinkedIn profile, Singh “overhaul[ed] and le[d] the managed pricing services team,” which “focused on the formulation and execution of Rainmaker’s revenue optimization services for their global portfolio of hospitality and gaming industry clients.” In executing these responsibilities, he and his department provided “fully managed pricing services,” “customized consulting and personalized customer service” to “every client,” including “leading casinos” like “Hard Rock Casino and Hotels” and major “Caesars” properties.

f. Related government investigation

322. Federal antitrust regulators are reportedly investigating virtually identical conduct by RealPage, which makes a pricing algorithm for multifamily rental leases called “Yieldstar.” YieldStar functions in a way that is substantially identical to the way in which Rainmaker does. There is a further connection: in 2017, RealPage purchased Rainmaker Group’s LRO multifamily housing assets for \$300 million. According to a press release announcing the sale, RealPage anticipating “transitioning Rainmaker LRO’s data science, product development, technology, operations, sales, marketing and customer support groups into its own operations, in order to ensure continuity of operations and a seamless transition for Rainmaker LRO’s client base[.]”²⁵¹

323. RealPage is currently facing a lawsuit in the Middle District of Tennessee, as well as an investigation by the Department of Justice, based on allegations that RealPage’s YieldStar pricing algorithm “works by collecting information from property managers who are the company’s clients, including what rents they are able to charge tenants,” information “fed into an

²⁵¹ *The Rainmaker Group to Sell LRO Multifamily Housing Assets to RealPage*, Hospitality Technology (Feb. 28, 2017), <https://hospitalitytech.com/rainmaker-group-sell-lro-multifamily-housing-assets-realpage>.

1 algorithm that then recommends prices daily for each available apartment.”²⁵² This is almost
 2 precisely the same as the conduct alleged here.

3 324. Specifically, according to the November 23, 2022 article,

4 The Department of Justice’s Antitrust Division has opened an
 5 investigation into whether rent-setting software made by a Texas
 6 based real estate tech company is facilitating collusion among
 7 landlords, according to a source with knowledge of the matter. The
 inquiry is being launched as questions have arisen about a 2017
 merger between RealPage and its largest pricing competitor.²⁵³

8 325. The investigation followed three letters from Congressional leaders to the DOJ
 9 and FTC pushing for such an investigation:

10 The letters raised concerns that RealPage’s pricing software could
 11 be pushing rents above competitive levels and allowing big
 12 landlords to coordinate their pricing in violation of federal antitrust
 laws.

13 “We are concerned that the use of this rate setting software
 14 essentially amounts to a cartel to artificially inflate rental rates in
 15 multifamily residential buildings,” three senators said in a letter in
 early November.²⁵⁴

16 326. The ProPublica article, which followed its initial October 15, 2022 piece on large
 17 property managers’ use of RealPage and the impact on rents in some markets²⁵⁵, noted that
 18 RealPage’s pricing algorithm “software works by collecting information from property managers
 19 who are the company’s clients, including what rents they are able to charge tenants,” which “is
 20 fed into an algorithm that then recommends prices daily for each available apartment.” The
 21 article added that “some experts have said using private data from competitors to set rents could
 22 run afoul of antitrust laws, allowing property managers to illegally coordinate their pricing.”

23 ²⁵² See *In re: RealPage Rental Software Antitrust Litigation (No. II)*, Case No. 3:23-MD-
 24 3017 (M.D. Tenn.); Heather Vogell, *Department of Justice Opens Investigation Into Real Estate*
 25 *Tech Company Accused of Collusion with Landlords*, ProPublica (Nov. 23, 2022),
<https://www.propublica.org/article/realpage-rent-doj-investigation-antitrust>.

26 ²⁵³ *Id.*

27 ²⁵⁴ *Id.*

28 ²⁵⁵ Heather Vogell, *Rent Going Up? One Company’s Algorithm Could be Why*, ProPublica
 (Oct. 15, 2023), <https://www.propublica.org/article/realpage-rent-increase-realpage-rent>.

1 327. ProPublica then discussed how Rainmaker was directly featured in the matter,
 2 noting RealPage’s 2017 acquisition of “its biggest competitor, a company called Rainmaker
 3 Group, which made rent-setting software known as LRO, or Lease Rent Options.” Although the
 4 DOJ investigated the transaction when it was announced, the focus was “limited” in scope and
 5 duration, according to a DOJ source. While “some career DOJ staff members were concerned
 6 about the merger, political appointees leading the agency at the time under Trump chose not to
 7 challenge it in court,” according to the source.

8 328. The source added that “RealPage did not have the same reach then as it does
 9 today.” ProPublica’s investigation uncovered that landlords using RealPage’s algorithm have
 10 obtained high shares in some markets (for example, those with a 70% market share in one Seattle
 11 neighborhood) that have coincided with their ability to impose significant price increases.

12 329. RealPage’s apartment pricing algorithm platform operates in the essentially same
 13 way as Cendyn’s hotel pricing algorithm platform. This should not be surprising: Rainmaker
 14 developed and marketed its highly similar apartment and hotel pricing algorithms before selling
 15 off each one in relatively close succession to its respective competitors. As Rainmaker’s Farley
 16 noted in an interview published by the Atlanta Business Chronicle, the underlying Rainmaker
 17 algorithm “**applies to any industry that has perishable inventory and data that you can**
 18 **access about supply and demand so you can optimize profit.**”²⁵⁶ Similarly, Jon Pastor, a
 19 former executive at LRO’s prior owner, Rainmaker, and then Chief Product Officer of RealPage,
 20 described LRO as “a pricing platform that relied on pricing of your competitors to figure out
 21 what your price should be.”

22 330. On October 12, 2023, the Department of Justice filed a notice in the RealPage
 23 action stating that the United States “has a particularly substantial interest in addressing the
 24 proper application of Section 1 of the Sherman Act, 15 U.S.C. § 1, to the use of algorithms by

25 ²⁵⁶ Urvaksh Karkaria, *Software firm makes \$33.8 million rain down*, Atlanta Business
 26 Chronicle (Nov. 2, 2012), [https://www.bizjournals.com/atlanta/print-
 27 edition/2012/11/02/software-firm-makes-338-million-
 28 rain.html#:~:text=Rainmaker's%20software%20%E2%80%9C%20applies%20to%20any,optimize%20profit%2C%E2%80%9D%20said%20Farley](https://www.bizjournals.com/atlanta/print-edition/2012/11/02/software-firm-makes-338-million-rain.html#:~:text=Rainmaker's%20software%20%E2%80%9C%20applies%20to%20any,optimize%20profit%2C%E2%80%9D%20said%20Farley) (emphasis added).

competitors to help set pricing. Companies’ use of algorithms in price setting, often in an effort to increase pricing, has become more prevalent in the modern economy. As a result, the issues involved in this case are of increasing significance to the application of antitrust law across the economy.”²⁵⁷

331. Most recently, on November 15, 2023, the Department of Justice filed a memorandum in support of its Statement of Interest (“DOJ Memorandum”).²⁵⁸ The DOJ Memorandum emphasizes that “[l]ongstanding legal principles apply with equal force to” the “new machinery” of software algorithms:

Given this purpose, the “central evil” addressed by Section 1 of the Sherman Act is “the elimination of competition that would otherwise exist,” including competition on prices. *Am. Needle, Inc. v. NFL*, 560 U.S. 183, 195 (2010) (citation omitted); *United States v. Socony-Vacuum Oil Co.*, 310 U.S. 150, 224 n.59 (1940). It is per se illegal for competitors to join together their independent decision-making power to raise, depress, fix, peg, or stabilize prices. *See Socony-Vacuum*, 310 U.S. at 223-24 & n.59.

As technology has evolved, so too have methods of price fixing. In 1890, a price-fixing conspiracy might have manifested with a formal handshake in a clandestine meeting. The proliferation of fax machines, emails, text messages, and inter-company chat platforms has presented new means of unlawfully acting in concert oceans away. While these methods might have been unimaginable to the robber barons whose conduct necessitated and inspired the Sherman Act, under Section 1, “the machinery employed by a combination for price-fixing is immaterial.” *Socony-Vacuum*, 310 U.S. at 223. Section 1 applies to collaborations that eliminate independent decisionmaking—however they have been brought about. *See Am. Needle*, 560 U.S. at 186, 195; pp. 5-8, *infra*. Antitrust law does not become obsolete simply because conspirators find new ways to act in concert. As the Supreme Court has recognized, the Sherman Act was written to “embrace[] all forms of combination, old and new.” *United States v. Union Pac. R. Co.*, 226 U.S. 61, 85-86 (1912) (emphasis added); *cf.* Richard Posner, *Antitrust in the New Economy*, 68 ANTITRUST L.J. 925, 925 (2001) (“[A]ntitrust

²⁵⁷ See United States’ Notice of Potential Participation (ECF No. 599), *In re: RealPage Rental Software Antitrust Litigation (No. II)*, Case No. 3:23-MD-3071 (Oct. 12, 2023).

²⁵⁸ See Memorandum of Law in Support of the Statement of Interest of the United States (ECF No. 628), *In re: RealPage Rental Software Antitrust Litigation (No. II)*, Case No. 3:23-MD-3071 (Nov. 15, 2023) (attached as Ex. B).

1 doctrine is supple enough . . . to take in stride the competitive issues
2 presented by the new economy.”).

3 Today, software algorithms can be employed to fix prices—and this
4 modern machinery may be easier and more effective than past
5 methods of price fixing. Algorithms can process far more
6 information more rapidly than humans. The technical capabilities of
7 software can enhance competitors’ ability to optimize cartel gains,
8 monitor real-time deviations, and minimize incentives to cheat. *See,*
9 *e.g.*, Salil K. Mehra, Price Discrimination-Driven Algorithmic
10 Collusion: Platforms for Durable Cartels, 26 STAN. J. L. & BUS.
11 FIN. 171, 177 (2021).

12 Longstanding legal principles apply with equal force to this new
13 machinery. Section 1 prohibits competitors from fixing prices by
14 knowingly sharing their competitive information with, and then
15 relying on pricing decisions from, a common human pricing agent
16 who competitors know analyzes information from multiple
17 competitors. The same prohibition applies where, as here, the
18 common pricing agent is a common software algorithm.²⁵⁹

19 332. Among other things, the DOJ also argues in its memorandum that:

- 20 • “[I]t is per se unlawful when . . . competitors knowingly combine their
21 sensitive, nonpublic pricing and supply information in an algorithm that
22 they rely upon in making pricing decisions, with the knowledge and
23 expectation that other competitors will do the same.”²⁶⁰
- 24 • “[T]he common delegation of decisionmaking to a common entity
25 allows its decisions to affect actual or potential competition—even
26 without any additional subsequent agreement or coordination among the
27 parties. This kind of delegation thus represents the joining together of
28 separate actors with separate economic interests characteristic of
concerted action that Section 1 of the Sherman Act reaches.”²⁶¹
- “[E]stablishing concerted action under Section 1 does not require any
showing of *simultaneous* action—or even action that is close in time. . . .
competitors act in concert when their conduct ‘joins together separate
decisionmakers,’ thereby ‘depriv[ing] the marketplace of independent
centers of decisionmaking.’ This deprivation of independent centers of

26 ²⁵⁹ *Id.* at 1-2 (emphasis added).

27 ²⁶⁰ *Id.* at 15.

28 ²⁶¹ *Id.* at 6.

1 decisionmaking can occur through delegation to a common entity or
2 through tacit agreement, and it does not require simultaneous action.”²⁶²

- 3 • “Jointly delegating any part of the [competitive] decision-making
4 process reflects concerted action.”²⁶³
- 5 • “Per se unlawful price fixing includes not only competitors’ acting in
6 concert to set the same price at which a product is bought or sold. It also
7 includes any ‘combination formed for the purpose and with the effect of
8 raising, depressing, fixing, pegging, or stabilizing the price of a
9 commodity,’ and may also include ‘use [of] the same formula
10 underlying price policies . . . which includes use of the same pricing
11 algorithm.’ Price fixing can also ‘be accomplished through means other
12 than merely agreeing to the final price[.]’”²⁶⁴
- 13 • “[T]he alleged scheme constitutes price fixing regardless of whether the
14 competing landlords ever communicated with one another about
15 prices.” Because “Section 1 encompasses purely “tacit agreements,” “it
16 suffices to show that RealPage proposed the price-fixing scheme to
17 competing landlords, who were each aware that its competitors were
18 also being invited to participate in the scheme, and the competitors
19 adhered to it—generating a common understanding among the
20 competitors that they would increase prices collectively by using
21 RealPage.”²⁶⁵
- 22 • It would be improper to dismiss the plaintiffs’ *RealPage* complaint
23 merely “because RealPage *recommends*, rather than mandates, certain
24 prices.” Instead, “[i]t is not necessary for liability that the scheme
25 succeed in raising prices” because “[s]o long as the evidence shows a
26 mutual understanding among the competing landlords to use RealPage’s
27 prices as a starting point, the scheme is per se unlawful under Section
28 1.” Instead, what matters is whether the “challenged price-fixing
scheme disrupted the competitive process.”²⁶⁶

333. Notably, as here, the plaintiffs in *RealPage* allege that landlords “adopt
RealPage’s recommendations 80-90%” of the time, and that RealPage (like Rainmaker) offered
clients (1) the ability to outsource daily pricing decisions as though RealPage owned those

²⁶² *Id.* at 7 (emphasis in original, citation omitted).

²⁶³ *Id.* at 14.

²⁶⁴ *Id.* at 17.

²⁶⁵ *Id.* at 21.

²⁶⁶ *Id.* at 22.

1 entities and well as (2) the service of pricing advisors. In other words, RealPage, like Rainmaker,
 2 “allegedly replaces independent competitive decisionmaking on prices, which often leads to
 3 lower prices for tenants, with a price-fixing combination that violates Section 1 of the Sherman
 4 Act.”²⁶⁷

5 334. The DOJ’s pending investigation into pricing collusion, as well as its supporting
 6 memorandum in *In re: RealPage Rental Software Antitrust Litigation*, is premised on the same
 7 type of anticompetitive conduct centered on and caused by the same use of a highly similar
 8 pricing algorithm involving the same company at issue here. This is further evidence supporting
 9 the inference of an antitrust violation here.

10 V. CLASS ACTION ALLEGATIONS

11 335. Plaintiffs bring this action on behalf of themselves and all others similarly situated
 12 pursuant to Federal Rules of Civil Procedure 23(a), 23(b)(2), and 23(b)(3) as representatives of
 13 the Class, which is defined as follows:

14 336. All persons that have been direct purchasers of hotel guest room rentals on the
 15 Las Vegas Strip from Hotel Operators participating in Cendyn’s pricing software, or from a
 16 division, subsidiary, predecessor, agent, or affiliate of such Hotel Operator, at any time during
 17 the period of January 24, 2019, until the Defendants’ unlawful conduct and its anticompetitive
 18 effects cease to persist.²⁶⁸

19 337. The Class is so numerous that joinder of all members in this action is
 20 impracticable. There are tens of thousands if not hundreds of thousands of members in the
 21 proposed Class.

22 338. Plaintiffs’ claims are typical of those of the Class.

23 339. Plaintiffs and all members of the Class were all injured by the same unlawful
 24 conduct, which resulted in all of them paying more for hotel rooms than they otherwise would
 25 have in a competitive market.

27 ²⁶⁷ *Id.* at 3-4.

28 ²⁶⁸ Federal and state government entities are excluded from the Class.

1 340. Plaintiffs will fairly and adequately protect and represent the interests of the
2 Class. The interests of the Plaintiffs are not antagonistic to the Class.

3 341. Questions of law and fact common to the members of the Class will predominate
4 over questions, if any, that may be individual to individual class members, since the Defendants
5 have acted and refused to act on grounds generally applicable to the Class.

6 342. Questions of law and fact common to the Class include:

- 7 a. Whether Defendants have entered into a formal or informal
8 contract, combination, conspiracy, or common
9 understanding to artificially inflate price and/or artificially
suppress supply of hotel rooms in the Las Vegas Strip
Hotel Market from competitive levels;
- 10 b. If Defendants entered into such a formal or informal
11 contract, combination, conspiracy, or common
12 understanding, whether that conduct violates Section 1 of
the Sherman Act under the *per se*, quick look, or rule of
reason modes of analysis;
- 13 c. If Defendants entered into such a formal or informal
14 contract, combination, conspiracy, or common
15 understanding, whether that conduct has in fact artificially
inflated price and/or artificially suppressed supply in the
Las Vegas Strip Hotel Market from competitive levels;
- 16 d. The proper measure of damages; and
- 17 e. The contours of appropriate injunctive relief to remediate
18 the anticompetitive effects of the challenged conduct in the
future.

19 343. Plaintiffs are represented by counsel who are experienced and competent in the
20 prosecution of complex antitrust and unfair competition class actions.

21 344. Class action treatment is the superior method for the fair and efficient
22 adjudication of the controversy in that, among other things, such treatment will permit many
23 similarly situated people to prosecute their common claims in a single forum simultaneously,
24 efficiently, and without the unnecessary duplication of effort and expense that numerous
25 individual actions would engender. The benefits of proceeding through the class mechanism,
26 including providing injured persons with a method of obtaining redress for claims that might not
27 be practicable for them to pursue individually, substantially outweigh any difficulties that may
28 arise in the management of this class action.

VI. MARKET DEFINITION

A. The Las Vegas Strip Hotel Market Constitutes a Relevant Antitrust Market

345. The relevant product market is the market for the rental of hotel rooms and the relevant geographic market is hotels located on “The Las Vegas Strip” in Las Vegas, Nevada. This market is referred to as the “Las Vegas Strip Hotel Market”.

346. Hotel room rentals in Las Vegas, Nevada on the Las Vegas Strip comprise a distinct product and geographic market. The Strip is a four-mile stretch in the unincorporated towns immediately south of the City of Las Vegas, but it is often referred to as Las Vegas. It is considered “the most expensive 4 mile stretch in the world,” and it welcomes 42 million visitors every year.²⁶⁹ In 2022, Tripadvisor reported that Las Vegas was the number one most popular U.S. destination that Americans plan to visit.²⁷⁰ Guests who rent rooms at hotels in Las Vegas know the attractions of the Las Vegas Strip—access to casinos, concerts, events, and shopping—are as much a part of their experience as the room they rent. Travelers from around the United States and the world specifically visit Las Vegas in order to stay on the Strip, and enjoy the many unique amenities that the Strip offers.

347. A hotel on the Las Vegas Strip in Las Vegas may compete with other casino hotels nearby, but would not realistically compete for guests staying in Mesquite, Nevada nearby—even if it had the same rates and hotel amenities. In particular, most hotels on the Las Vegas Strip include integrated casino facilities that provide a unique set of product offerings that are not substitutable with other hotel facilities that do not offer casino facilities.

348. Consumers do not consider other short-term rentals as substitutes for hotel rooms on the Las Vegas Strip because, among other reasons, the hotels offer unique location and access to amenities for guests of the hotel. Consistent with this, casino hotels are well recognized to

²⁶⁹ Las Vegas Strip Map 2023, <https://www.lasvegashowto.com/las-vegas-strip-map> (last visited Jan. 23, 2023).

²⁷⁰ *Las Vegas Ranks No. 1 Most Popular Travel Destination in the U.S. by Tripadvisor for 2022*, VEGAS BUSINESS DIGEST (Jan. 19, 2022), <https://www.vegasbusinessdigest.com/las-vegas-ranked-no-1-most-popular-travel-destination-in-the-us-by-tripadvisors/> (last visited Jan. 23, 2023).

1 constitute a relevant product market. In a 2010 article in the *Journal of Hospitality Financial*
 2 *Management*, for example, Professors Hyewon Youn (of Sookmyung Women’s University) and
 3 Zheng Gu (of the University of Nevada, Las Vegas) write that “casino hotels, which combine
 4 lodging with gaming operations, are a particular sector in the lodging industry.”²⁷¹ Similarly,
 5 according to James Klaus, the co-founder of KlasRobinson Q.E.D—a consulting firm
 6 “specializing” among other things “in the economic impact and feasibility of casinos [and]
 7 hotels”—“[h]otels affiliated with casinos operate in a different manner from typical, non-casino
 8 properties” and, “[b]ecause casino hotels are designed to attract gaming patrons, their primary
 9 competitors are other casino hotels[.]”²⁷²

10 349. The Las Vegas Strip is also commonly recognized as a distinct market, separate
 11 from both the Las Vegas area generally and downtown Las Vegas. The Las Vegas Convention
 12 and Visitors Authority, for example, maintains detailed statistics on average daily room rate and
 13 RevPAR broken out separately for the “Las Vegas Area,” the “Las Vegas Strip,” and
 14 “Downtown Vegas.”²⁷³

15 350. Defendant and Conspirator Hotel Operators hold a dominant market share of
 16 hotels on the Las Vegas Strip. Publicly available information indicates that Operator Defendants
 17 control approximately 35-40% of the rooms in the Las Vegas Strip market. Conspirator Hotel
 18 Operators control approximately 45% of the rooms in the Las Vegas Strip market.

24 ²⁷¹ Hyewon Youn and Zheng Gu (2010) “The Impact of the Recent Recession on U.S.
 25 Lodging Firms: An Examination Based on Ratio Analysis,” *Journal of Hospitality Financial*
Management: Vol. 18: Iss. 2, Article 3.

26 ²⁷² James M. Klas, *Why Casino Hotels Work*, Indian Gaming (Oct. 2018) at 40, available at
 27 http://www.klasrobinsonqed.com/wp-content/uploads/2019/03/IGMag201810_Klas.pdf.

28 ²⁷³ See Tourism Tracker, Las Vegas Convention and Visitors Authority, available at
<https://www.lvcva.com/research/>.

**VII. CAUSE OF ACTION
VIOLATION OF THE SHERMAN ACT**

FIRST CLAIM FOR RELIEF

**VIOLATION OF SECTION 1 OF THE SHERMAN ACT
FOR AGREEMENT IN RESTRAINT OF TRADE (HUB AND SPOKE CONSPIRACY)
15 U.S.C. § 1
(On Behalf of Nationwide Class for Injunctive and
Equitable Relief and Compensatory Damages)**

351. Plaintiffs incorporate and reallege, as though fully set forth herein, each and every allegation set forth in the preceding paragraphs of this Complaint.

352. Since at least 2015, Defendants engaged in a continuing contract, combination, or conspiracy to unreasonably restrain interstate trade and commerce in violation of Section 1 of the Sherman Act, 15 U.S.C § 1.

353. The contract, combination, or conspiracy alleged herein has consisted of a continuing agreement among Defendants to use pricing algorithms provided by Rainmaker Group that have caused Plaintiffs to pay inflated amounts for hotel rooms in the Las Vegas Strip market.

354. In furtherance of the contract, combination, or conspiracy, Defendants have committed one or more of the following acts: a) provided information to be used in the operation of the pricing algorithms; b) created and operated algorithms that provided pricing recommendations to Defendants; c) knowingly used algorithms that incorporated information from other Defendants in setting pricing recommendations; and/or d) set prices based in whole or in part on pricing recommendations provided by Rainmaker Group.

355. Defendant Hotel Operators, both by themselves and in combination with Conspirator Hotel Operators possess market power in the relevant antitrust market of Las Vegas Strip Hotels.

356. The relevant product market is the market for the rental of guest rooms and the relevant geographic market is hotels located on the Las Vegas Strip in Las Vegas, Nevada.

1 357. Defendants' contract, combination, or conspiracy has led to anticompetitive
2 effects in the form of supracompetitive prices in the relevant antitrust market of hotel rooms
3 rented on the Las Vegas Strip.

4 358. As a direct and proximate result of Defendants' past and continuing violation of
5 Section 1 of the Sherman Act, Plaintiffs and members of the Class have been injured in their
6 business or property and will continue to be injured in their business and property by paying
7 more for hotel rooms than they would have paid and will pay in the absence of the conspiracy.

8 359. There are no procompetitive justifications for the Defendants' cartel, and any
9 proffered justifications, to the extent legitimate, could have been achieved through less restrictive
10 means.

11 360. Defendants' conspiracy is a *per se* violation of Section 1 of the Sherman Act. In
12 the alternative, Defendants' conspiracy violates section 1 of the Sherman Act under either a
13 Quick Look analysis or a full Rule of Reason analysis.

14 **SECOND CLAIM FOR RELIEF**

15 **VIOLATION OF SECTION 1 OF THE SHERMAN ACT**
16 **FOR COMBINATION IN RESTRAINT OF TRADE (SET OF VERTICAL**
17 **AGREEMENTS)**

18 **15 U.S.C. § 1**

19 **(On Behalf of Nationwide Class for Injunctive and**
20 **Equitable Relief and Compensatory Damages)**

21 361. Plaintiffs incorporate and reallege, as though fully set forth herein, each and every
22 allegation set forth in the preceding paragraphs of this Complaint.

23 362. Defendant Hotel Operators, both by themselves and in combination with
24 Conspirator Hotel Operators possess market power in the relevant antitrust market of Las Vegas
25 Strip Hotels.

26 363. The relevant product market is the market for the rental of guest rooms and the
27 relevant geographic market is hotels located on the Las Vegas Strip in Las Vegas, Nevada.

28 364. Since at least 2015, Defendants engaged in a continuing contract, combination, or
conspiracy to unreasonably restrain interstate trade and commerce in violation of Section 1 of the
Sherman Act, 15 U.S.C § 1.

365. The contract, combination, or conspiracy alleged herein has consisted of a set of vertical agreements between each Defendant and Rainmaker for each Defendant to use Rainmaker's revenue management system to set prices for hotel rooms in the Las Vegas Strip Market.

366. Each individual agreement between a Defendant Hotel Operator and Rainmaker in isolation had the anticompetitive effect of artificially inflating prices for hotel rooms operated by that Defendant.

367. In the aggregate, the set of vertical agreements between Defendant Hotel Operators and Rainmaker resulted in anticompetitive effects in the form of artificially inflated prices in the relevant market of hotel rooms in the Las Vegas Strip market. In particular, as a result of these vertical agreements, competitor Defendant Hotel Operators each delegated pricing to a centralized third party, Rainmaker, with the understanding that the Rainmaker revenue management software would inflate the rents that they collectively charged.

368. The contract, combination, or conspiracy alleged herein has caused Plaintiffs and Class members to suffer damages in the form of paying overcharges in the form of inflated prices for hotel rooms rented on the Las Vegas Strip market.

369. There are no procompetitive justifications for the Defendants' combination, and any proffered justifications, to the extent legitimate, could have been achieved through less restrictive means.

370. Defendants' combination violates section 1 of the Sherman Act under either a Quick Look or full Rule of Reason analysis.

REQUEST FOR RELIEF

WHEREFORE, Plaintiffs, on behalf of themselves and the Class of all others so similarly situated, respectfully requests judgment against Defendants as follows:

A. The Court determine that this action may be maintained as a class action under Rule 23(a), (b)(2), and (b)(3) of the Federal Rules of Civil Procedure, appoint Plaintiffs as Class Representatives and their counsel of record as Class Counsel, and direct that notice of this action,

1 as provided by Rule 23(c)(2) of the Federal Rules of Civil Procedure, be given to the Class, once
2 certified;

3 B. The unlawful conduct, conspiracy, or combination alleged herein be adjudged and
4 decreed in violation of Section 1 of the Sherman Act;

5 C. Plaintiffs and the Class recover damages, to the maximum extent allowed under
6 the applicable laws, and that a joint and several judgment in favor of Plaintiffs and the members
7 of the Class be entered against Defendants in an amount to be trebled to the extent such laws
8 permit;

9 D. Defendants, their affiliates, successors, transferees, assignees and other officers,
10 directors, partners, agents and employees thereof, and all other persons acting or claiming to act
11 on their behalf or in concert with them, be permanently enjoined and restrained from in any
12 manner continuing, maintaining or renewing the conduct, conspiracy, or combination alleged
13 herein, or from entering into any other conspiracy or combination having a similar purpose or
14 effect, and from adopting or following any practice, plan, program, or device having a similar
15 purpose or effect;

16 E. Defendants, their affiliates, successors, transferees, assignees and other officers,
17 directors, partners, agents and employees thereof, and all other persons acting or claiming to act
18 on their behalf or in concert with them, be permanently enjoined and restrained from in any
19 manner continuing, maintaining, or renewing the sharing of highly sensitive competitive
20 information that permits individual identification of company's information;

21 F. Plaintiffs and the members of the Class be awarded pre- and post-judgment
22 interest as provided by law, and that such interest be awarded at the highest legal rate from and
23 after the date of service of this Complaint;

1 G. Plaintiffs and the members of the Class recover their costs of suit, including
2 reasonable attorneys' fees, as provided by law; and

3 H. Plaintiffs and the members of the Class have such other and further relief as the
4 case may require and the Court may deem just and proper.
5

6 **JURY TRIAL DEMANDED**

7 Plaintiffs demand a trial by jury, pursuant to Rule 38(b) of the Federal Rules of Civil
8 Procedure, of all issues so triable.

9 Dated: November 27, 2023

Respectfully submitted,

10
11 By: /s/ Steve W. Berman
HAGENS BERMAN SOBOL SHAPIRO LLP
12 Steve W. Berman, Esq. (*pro hac vice*)
Ted Wojcik, Esq. (*pro hac vice*)
13 Stephanie A. Verdoia, Esq. (*pro hac vice*)
14 1301 Second Avenue, Suite 2000
Seattle, Washington 98101

15 Rio S. Pierce, Esq. (*pro hac vice*)
16 Abby R. Wolf, Esq. (*pro hac vice*)
17 715 Hearst Ave, Suite 300
Berkeley, California 94710

18 **PANISH SHEA BOYLE RAVIPUDI LLP**
19 BRIAN J. PANISH, NV Bar No. 16123
RAHUL RAVIPUDI, NV Bar No. 14750
20 IAN SAMSON, NV Bar No. 15089
300 S. Fourth Street, Suite 710
21 Las Vegas, Nevada 89101
22 Telephone: 702.560.5520

23
24 *Attorneys for Plaintiffs and the putative class*
25
26
27
28

Appendix A: Gaming & Leisure advertisements

Fall 2015:

Rainmaker

PRODUCTS OFFERED

GuestREV

GroupREV

CLIENT BASE

Atlantis, Paradise Island

Atlantis, The Palm Dubai

Baha Mar

Borgata Hotel Casino & Spa

Caesars Entertainment

Foxwoods Resort Casino

Hard Rock Hotel & Casino

Hollywood Casino Tunica

IP Casino Resort Spa

Isle of Capri Casinos

Kerzner International

MGM Resorts International

Mohegan Sun

Omni Hotels & Resorts

Pinnacle Entertainment

Seminole Hard Rock Hotel & Casino

Seneca Niagara Casino & Hotel

The Cosmopolitan of Las Vegas

Tropicana

Treasure Island Las Vegas

Wynn Las Vegas

Winter 2015:

Rainmaker

PRODUCTS OFFERED

GuestREV

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Treasure Island Las Vegas

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Spring 2016:

Rainmaker

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GuestREV

GroupREV

CLIENT BASE

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Omni Hotels & Resorts

Pinnacle Entertainment

Seminole Hard Rock Hotel & Casino

Seneca Niagara Casino & Hotel

The Cosmopolitan of Las Vegas

Tropicana

Treasure Island Las Vegas

Wynn Las Vegas

1 Summer 2016:

2 **Rainmaker**

3
4 **PRODUCTS OFFERED**

5 GuestREV

6 GroupREV

7
8 **CLIENT BASE**

9 Atlantis, Paradise Island

10 Atlantis, The Palm Dubai

11 Baha Mar

12 Borgata Hotel Casino & Spa

13 Caesars Entertainment

14 Foxwoods Resort Casino

15 Hard Rock Hotel & Casino

16 Hollywood Casino Tunica

17 IP Casino Resort Spa

18 Isle of Capri Casinos

19 Kerzner International

20 MGM Resorts International

21 Mohegan Sun

22 Omni Hotels & Resorts

23 Pinnacle Entertainment

24 Seminole Hard Rock Hotel & Casino

25 Seneca Niagara Casino & Hotel

26 The Cosmopolitan of Las Vegas

27 Tropicana

28 Treasure Island Las Vegas

Wynn Las Vegas

Fall 2016:

Rainmaker

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Seminole Hard Rock Hotel & Casino

Seneca Niagara Casino & Hotel

The Cosmopolitan of Las Vegas

Tropicana

Treasure Island Las Vegas

Wynn Las Vegas

1 Winter 2016:

2 **Rainmaker**

3
4 **PRODUCTS OFFERED**

5 GuestREV

6 GroupREV

7 **CLIENT BASE**

8 Atlantis, Paradise Island

9 Atlantis, The Palm Dubai

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13 Foxwoods Resort Casino

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15 Hollywood Casino Tunica

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17 Isle of Capri Casinos

18 Kerzner International

19 MGM Resorts International

20 Mohegan Sun

21 Omni Hotels & Resorts

22 Pinnacle Entertainment

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3
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24 Seneca Niagara Casino & Hotel

25 The Cosmopolitan of Las Vegas

26 Tropicana

27 Treasure Island Las Vegas

28 Wynn Las Vegas

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Pinnacle Entertainment

Seminole Hard Rock Hotel & Casino

Seneca Niagara Casino & Hotel

The Cosmopolitan of Las Vegas

Tropicana

Treasure Island Las Vegas

Wynn Las Vegas

Spring 2020:



Summer 2020:



Fall 2020:

Cendyn

PRODUCTS OFFERED

GuestREV

GroupREV

CLIENT BASE

Atlantis, Paradise Island

Atlantis, The Palm Dubai

Baha Mar

Borgata Hotel Casino & Spa

Caesars Entertainment

Foxwoods Resort Casino

Hard Rock Hotel & Casino

Hollywood Casino Tunica

IP Casino Resort Spa

Isle of Capri Casinos

Kerzner International

MGM Resorts International

Mohegan Sun Omni Hotels & Resorts

Pinnacle Entertainment

Seminole Hard Rock Hotel & Casino

Seneca Niagara Casino & Hotel

The Cosmopolitan of Las Vegas

Tropicana Treasure Island Las Vegas

Wynn Las Vegas

Winter 2020:



Spring 2021:

Cendyn

PRODUCTS OFFERED

GuestREV

GroupREV

CLIENT BASE

Atlantis, Paradise Island

Atlantis, The Palm Dubai

Baha Mar

Borgata Hotel Casino & Spa

Caesars Entertainment

Foxwoods Resort Casino

Hard Rock Hotel & Casino

Hollywood Casino Tunica

IP Casino Resort Spa

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Pinnacle Entertainment

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Tropicana Treasure Island Las Vegas

Wynn Las Vegas

Summer 2021:

Cendyn

PRODUCTS OFFERED

GuestREV

GroupREV

CLIENT BASE

Atlantis, Paradise Island

Atlantis, The Palm Dubai

Baha Mar

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Foxwoods Resort Casino

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Pinnacle Entertainment

Seminole Hard Rock Hotel & Casino

Seneca Niagara Casino & Hotel

The Cosmopolitan of Las Vegas

Tropicana Treasure Island Las Vegas

Wynn Las Vegas


Appendix B: Rainmaker/Cendyn customer listsRainmaker “testimonials” page (March 5, 2011)²⁷⁴:

Testimonials	Partial Client List
<p>"Revenue management initiatives continued to produce positive results as, for the quarter, hotel occupancy improved to 86% from 82%, revenue per available room increased 7.6% to \$75.77, and cash room revenue increased 6.9% to \$7.5 million."</p> <p>Trump Entertainment Resorts Reports First Quarter 2008 Results</p>	<p>Borgata Hotel Casino & Spa Caesars Entertainment Fontainebleau Las Vegas Foxwoods Resort Casino Greentown Casino Hard Rock Hotel & Casino Las Vegas Harrah's Entertainment Hollywood Casino Tunica IP Casino Resort Spa Isle of Capri Casino Kerzner International MGM MIRAGE Mohagan Sun Omni Hotels Pinnacle Entertainment Seminole Hard Rock Hotel & Casino Seneca Niagara Casino & Hotel The Cosmopolitan of Las Vegas Treasure Island Las Vegas Trump Entertainment Resorts Universal Resorts Wynn Las Vegas</p>
<p>"After the renovation of our hotel and casino facility and implementation of the revolution™ revenue management system from The Rainmaker Group, the 1,087-room hotel is achieving a 300% increase in its average daily rate while running at over 90% occupancy since its post-Katrina renovation. We use revolution™ to optimize the room rate for each guest and group based on their value to all areas of the enterprise, including the casino."</p> <p>Robert Brigham VP of Hotel Operations, IP Resort Casino Spa</p>	
<p>"Trump Entertainment Resorts is using the revolution™ suite in its Atlantic City properties to optimize revenue and maximize the benefits of increased demand as a result of the physical and marketing enhancements at our properties. The Rainmaker system assists in setting room rates and comp hurdles based on a comprehensive profile of each guest. This enables us to increase profitability by recommending optimal room values for each segment."</p> <p>Dan Skodol Director of Revenue Management - Atlantic City, Trump Entertainment Resorts</p>	
<p>"We've seen a nearly 3% increase in capture of the total available revenue opportunity, defined as what we would have booked anyway plus what we could have potentially turned away. Through better and more strategic decision-making, and through the suggestions made by the revolution™ system, we are able to capture significantly more of that revenue."</p> <p>Brad Anderson Corporate Director of Revenue Management, Omni Hotels</p>	
<p>"Foxwoods' recent installation of the Rainmaker Group's revolution™ revenue management application was the smoothest major system implementation I have experienced in my 30 years in the hospitality industry. revolution™ is the premier revenue management modeling system for hotels and has proven to be a cost effective driver of revenue optimization. Most importantly, it is a strategic application that is easily understood by our staff and management team. This makes it very effective in developing revenue management practices within our casino hotel operation. The Rainmaker team has more than met my expectations."</p> <p>Zan Miller Executive Director of Revenue Management, Foxwoods Casino Resort</p>	
<p>"By introducing that system, we've increased our gaming win per room by 15%. That's a huge number."</p> <p>Gary Loveman CEO and President of Harrah's Entertainment</p>	
<p>"Wynn Las Vegas believes strongly in revenue management. We recognize the importance of optimizing the total customer value for all of Wynn's properties, and The Rainmaker Group was clearly the best choice to support us with our efforts. Their solutions are extremely effective at boosting revenue for clients."</p> <p>Andrew Pascal President of Wynn Las Vegas LLC</p>	

²⁷⁴ See <https://web.archive.org/web/20110305122159/http://www.letitrain.com/gaming-and-hospitality/testimonials>.

Rainmaker “testimonials” page (June 25, 2012)²⁷⁵:

Testimonials



Foxwoods Resort Casino -
Balancing technology and
experience to get the numbers right

◀ ▶

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Trump Entertainment Resorts
Reports First Quarter 2008 Results

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Director of Revenue Management - Atlantic City, Trump Entertainment Resorts

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²⁷⁵ See <https://web.archive.org/web/20120625131151/http://www.letitrain.com/gaming-and-hospitality-product-suite/testimonials>.

Rainmaker “testimonials” page (Jan 23, 2013)²⁷⁶:

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Omni Hotels & Resorts - How GroupREV is automating their group pricing process

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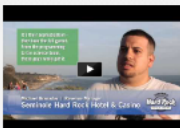

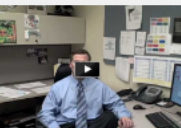
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²⁷⁶ See <https://web.archive.org/web/20130123142722/http://www.letitrain.com/gaming-and-hospitality-product-suite/testimonials/>.

Rainmaker "testimonials" page (Oct. 12, 2014)²⁷⁷:

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²⁷⁷ See <https://web.archive.org/web/20141012184942/http://www.letitrain.com/revenue-management-software-gaming-hospitality/testimonials/>.

Rainmaker “testimonials” page (April 25, 2015)²⁷⁸:

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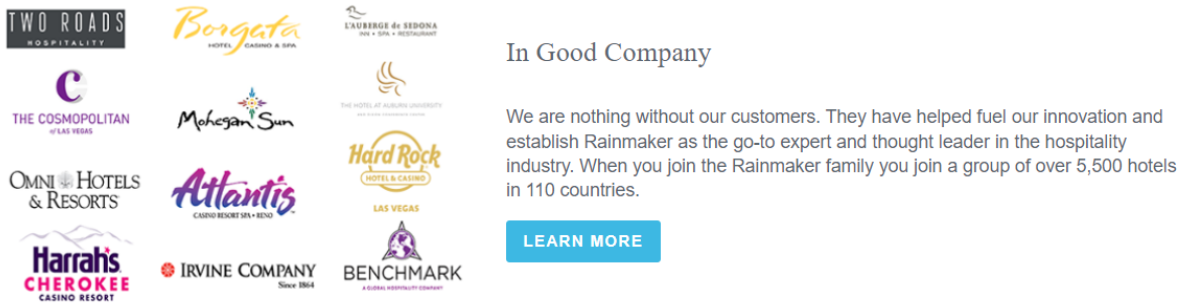
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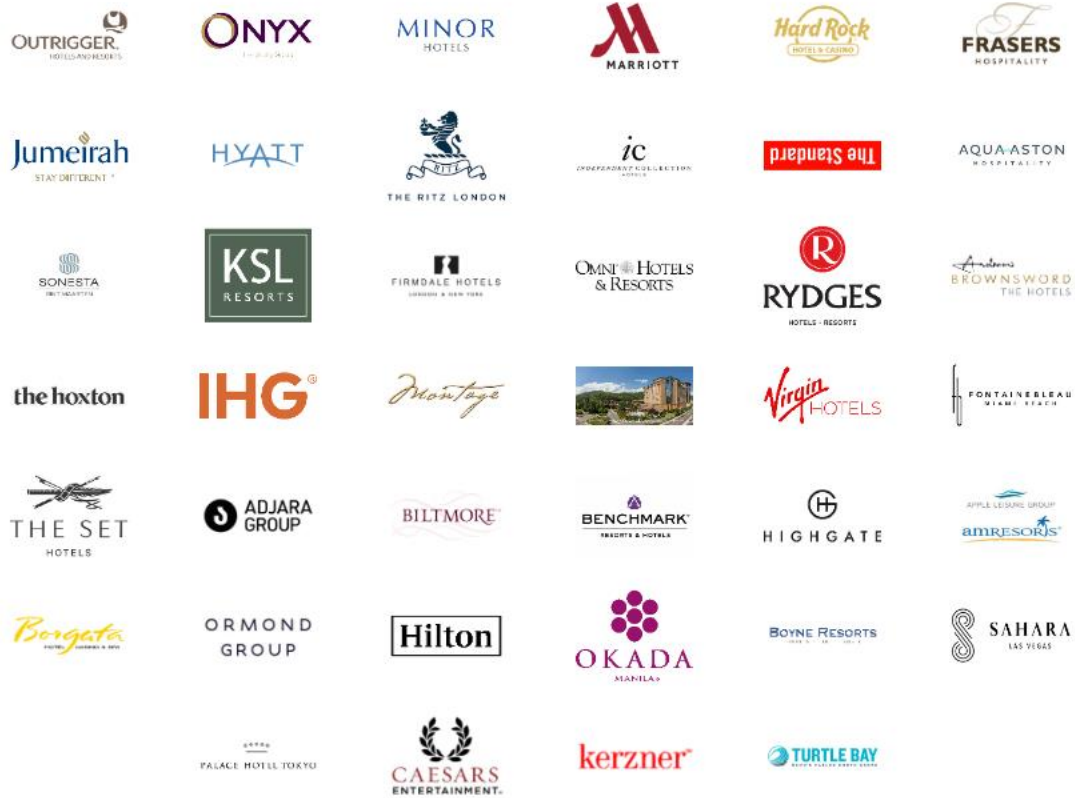
FIRST AMENDED CLASS ACTION COMPLAINT - 245

Rainmaker “about us” page (September 21, 2018)²⁸⁰:



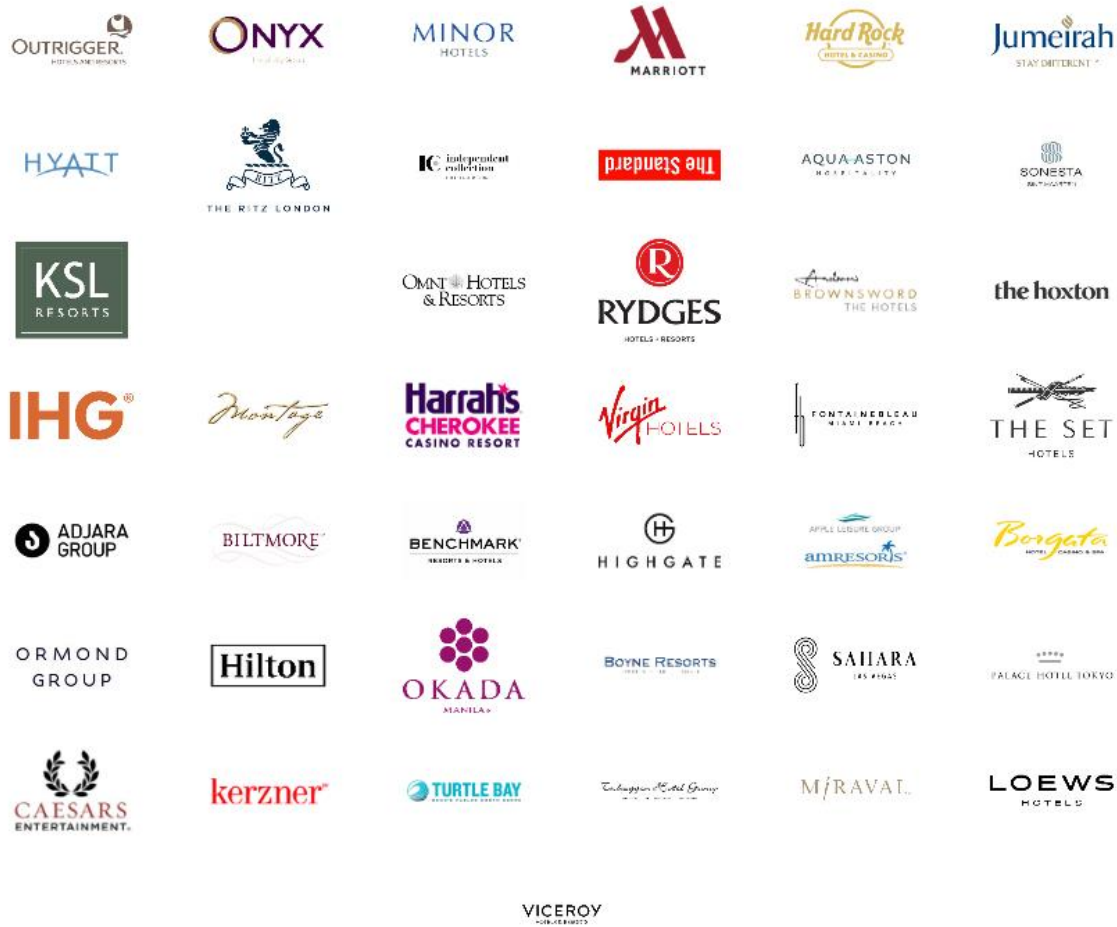
²⁸⁰ See <https://web.archive.org/web/20180921022029/https://www.letitrain.com/about-us>.

Cendyn “our customers” page (June 20, 2020)²⁸¹:



²⁸¹ See <https://web.archive.org/web/20200630054308/https://www.cendyn.com/customers/>.

Cendyn “our customers” page (November 8, 2021)²⁸²:



²⁸² See <https://web.archive.org/web/20211108081231/https://www.cendyn.com/customers/>.

Cendyn “our customers” page (July 6, 2022)²⁸³:



²⁸³ See <https://web.archive.org/web/20220706031325/https://www.cendyn.com/customers/>.

Cendyn “our customers” page (as of November 18, 2023)²⁸⁴:

SOME OF THE CUSTOMERS WE WORK WITH



²⁸⁴ See <https://www.cendyn.com/gaming/#hospitality-gaming>.